



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 1

Pages 1 through 9 of application.



Application for Appraised Value Limitation on Qualified Property (Tax Code, Chapter 313, Subchapter B or C)

Economic Development
and Analysis
Form 50-296-A

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
 - the date on which the school district received the application;
 - the date the school district determined that the application was complete;
 - the date the school board decided to consider the application; and
 - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at www.texasahead.org/tax_programs/chapter313/. There are links to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

January 29, 2015

Date Application Received by District

Dane

First Name

Superintendent

Title

Smyer ISD

School District Name

401 Lincoln

Street Address

P.O. Box 206

Mailing Address

Smyer

City

(806) 234-2935

Phone Number

Mobile Number (optional)

Kerns

Last Name

TX

State

(806) 234-2411

Fax Number

dkerns@smyer-isd.org

Email Address

79367-0206

ZIP

2. Does the district authorize the consultant to provide and obtain information related to this application?

Yes

No

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

Dan Casey
 First Name Last Name
 Partner
 Title
 Moak, Casey & Associates
 Firm Name
 512-485-7878 512-485-7888
 Phone Number Fax Number
 512-426-6662 dcasey@moakcasey.com
 Mobile Number (optional) Email Address

4. On what date did the district determine this application complete? 2/14/2015
5. Has the district determined that the electronic copy and hard copy are identical? Yes No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

John DiDonato
 First Name Last Name
 Vice President, Development
 Title
 700 Universe Blvd.
 Street Address
 700 Universe Blvd.
 Mailing Address
 Juno Beach FL 33408
 City State ZIP
 (561) 691-7232
 Phone Number
 Mobile Number (optional)

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? Yes No
- 2a. If yes, please fill out contact information for that person.

Noah Hyte
 First Name Last Name
 Project Manager
 Title
 700 Universe Blvd.
 Street Address
 700 Universe Blvd.
 Mailing Address
 Juno Beach FL 33408
 City State ZIP
 (561) 304-6524
 Phone Number
 Mobile Number (optional)

3. Does the applicant authorize the consultant to provide and obtain information related to this application? Yes No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

Wes _____ Jackson _____
 First Name Last Name
 Partner _____
 Title _____
 Cummings Westlake, LLC _____
 Firm Name _____
 (713) 266-4456 _____ (713) 266-2333 _____
 Phone Number Fax Number
 wjackson@cwlp.net _____
 Business Email Address _____

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? Yes No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? Yes No N/A
3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? Yes No N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? _____ Red Raider Wind, LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32049262986
3. List the NAICS code 221114 & 221115
4. Is the applicant a party to any other pending or active Chapter 313 agreements? Yes No
- 4a. If yes, please list application number, name of school district and year of agreement

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) _____ Limited Liability Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? Yes No
- 2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.
3. Is the applicant current on all tax payments due to the State of Texas? Yes No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? Yes No N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

SECTION 6: Eligibility Under Tax Code Chapter 313.024

1. Are you an entity subject to the tax under Tax Code, Chapter 171? Yes No
2. The property will be used for one of the following activities:
 - (1) manufacturing Yes No
 - (2) research and development Yes No
 - (3) a clean coal project, as defined by Section 5.001, Water Code Yes No
 - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code Yes No
 - (5) renewable energy electric generation Yes No
 - (6) electric power generation using integrated gasification combined cycle technology Yes No
 - (7) nuclear electric power generation Yes No
 - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) Yes No
 - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051 Yes No
3. Are you requesting that any of the land be classified as qualified investment? Yes No
4. Will any of the proposed qualified investment be leased under a capitalized lease? Yes No
5. Will any of the proposed qualified investment be leased under an operating lease? Yes No
6. Are you including property that is owned by a person other than the applicant? Yes No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? Yes No

SECTION 7: Project Description

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
2. Check the project characteristics that apply to the proposed project:

<input checked="" type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements (<i>complete Section 13</i>)
<input type="checkbox"/> Expansion of existing operation on the land (<i>complete Section 13</i>)	<input type="checkbox"/> Relocation within Texas

SECTION 8: Limitation as Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur? Yes No
2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project? Yes No
3. Does the applicant have current business activities at the location where the proposed project will occur? Yes No
4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location? Yes No
5. Has the applicant received any local or state permits for activities on the proposed project site? Yes No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site? Yes No
7. Is the applicant evaluating other locations not in Texas for the proposed project? Yes No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? Yes No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? Yes No
10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas? Yes No

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

Application for Appraised Value Limitation on Qualified Property

SECTION 9: Projected Timeline

- | | |
|---|---|
| 1. Application approval by school board | July 2015 |
| 2. Commencement of construction | Q2 - 2016 |
| 3. Beginning of qualifying time period | July 1, 2016 |
| 4. First year of limitation | 2017 |
| 5. Begin hiring new employees | Q4 - 2016 |
| 6. Commencement of commercial operations | Q4 -2016 |
| 7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
| Note: Improvements made before that time may not be considered qualified property. | |
| 8. When do you anticipate the new buildings or improvements will be placed in service? | Q4 -2016 |

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located Hockley & Lubbock
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Hockley CAD & Lubbock CAD
3. Will this CAD be acting on behalf of another CAD to appraise this property? Yes No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:
- | | |
|--|--|
| County: <u>(Hockley, \$0.34834, 91%) & (Lubbock, \$0.341358, 9%)</u>
<small>(Name, tax rate and percent of project)</small> | City: _____
<small>(Name, tax rate and percent of project)</small> |
| Hospital District: <u>UMC Hospital District, \$0.11680, 9%</u>
<small>(Name, tax rate and percent of project)</small> | Water District: <u>High Plains WD, \$0.008026, 100%</u>
<small>(Name, tax rate and percent of project)</small> |
| Other (describe): <u>South Plains College, \$0.26532, 91%</u>
<small>(Name, tax rate and percent of project)</small> | Other (describe): <u>(Shallowater ISD, \$1.530, 10%) & (Frenship ISD, \$1.52005, 5%)</u>
<small>(Name, tax rate and percent of project)</small> |
5. Is the project located entirely within the ISD listed in Section 1? Yes No
5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? Yes No
6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at www.texasahead.org/tax_programs/chapter313/.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 10,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 20,000,000.00
- Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? Yes No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
- a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (**Tab 11**).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? Yes No

SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
 - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
 - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
 - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? Yes No
 - 2a. If yes, attach complete documentation including:
 - a. legal description of the land (Tab 9);
 - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
 - c. owner (Tab 9);
 - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
 - e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? Yes No
 - 3a. If yes, attach the applicable supporting documentation:
 - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
 - b. legal description of reinvestment zone (Tab 16);
 - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
 - d. guidelines and criteria for creating the zone (Tab 16); and
 - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
 - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? March 2015

SECTION 13: Information on Property Not Eligible to Become Qualified Property

1. In Tab 10, attach a specific and detailed description of all **existing property**. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all **proposed new property that will not become new improvements** as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
 - a. maps and/or detailed site plan;
 - b. surveys;
 - c. appraisal district values and parcel numbers;
 - d. inventory lists;
 - e. existing and proposed property lists;
 - f. model and serial numbers of existing property; or
 - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): \$ 0.00
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): \$ 0.00

Note: Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0
2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of 2014
(year)
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 0
Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create? 4
5. What is the number of new non-qualifying jobs you are estimating you will create? 1
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 a. Average weekly wage for all jobs (all industries) in the county is 949.00
 b. 110% of the average weekly wage for manufacturing jobs in the county is 923.00
 c. 110% of the average weekly wage for manufacturing jobs in the region is 727.00
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)
9. What is the minimum required annual wage for each qualifying job based on the qualified property? 37,818.00
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 38,000.00
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? Yes No
 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? Yes No
 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> a) Project vicinity b) Qualified investment including location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period c) Qualified property including location of new buildings or new improvements d) Existing property e) Land location within vicinity map f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size <p>Note: Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* <p>* To be submitted with application or before date of final application approval by school board</p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 2

Proof of Payment of Application Fee

Please find on the attached page, copy of the check for the \$75,000 application fee to Smyer Independent School District.

Proof of payment of filing fee received by the
Comptroller of Public Accounts per TAC Rule
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of Public
Accounts)*



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 3

Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation (if applicable)

See Attached

*Note - This is the most recent report filed and Red Raider Wind, LLC had not been formed during the reporting time period of the 2014 report. Red Raider Wind, LLC will be reported on the 2015 Report for NextEra Energy Power Marketing, LLC.

"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 8-13/5)

Texas Franchise Tax Affiliate Schedule

Code 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate NEPM II, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32044887506		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 485179090 .00			
10. Gross receipts in Texas (before eliminations) 119682161 .00		11. Cost of goods sold or compensation (before eliminations) 402555577 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

1. Legal name of affiliate Lone Star Transmission, LLC		2. Affiliate taxpayer number (if none, use FEI number) 13311662038		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 84555860 .00			
10. Gross receipts in Texas (before eliminations) 84555832 .00		11. Cost of goods sold or compensation (before eliminations) 11556146 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

*

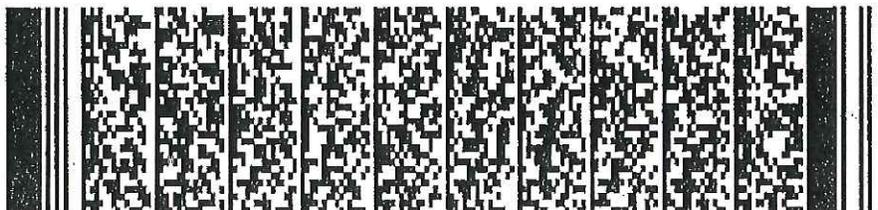
1. Legal name of affiliate Red River Wind Holdings, LLC		2. Affiliate taxpayer number (if none, use FEI number) 463662052		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 83824561 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information.

This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE FM



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AMENDED

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/15)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

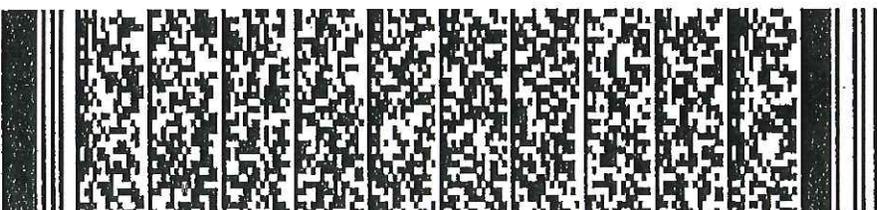
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate High Majestic Wind II, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32046000470		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date 010113 m m d d y y	
				7. Affiliate reporting end date 123113 m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00			9. Gross receipts everywhere (before eliminations) 10830290.00		
10. Gross receipts in Texas (before eliminations) 10830290.00			11. Cost of goods sold or compensation (before eliminations) 27545343.00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate FPL Energy Callahan Wind, LP		2. Affiliate taxpayer number (if none, use FEI number) 12011189607		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date 010113 m m d d y y	
				7. Affiliate reporting end date 123113 m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00			9. Gross receipts everywhere (before eliminations) 11563106.00		
10. Gross receipts in Texas (before eliminations) 10597219.00			11. Cost of goods sold or compensation (before eliminations) 5202675.00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Wolf Ridge Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 17532449588		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date 010113 m m d d y y	
				7. Affiliate reporting end date 123113 m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00			9. Gross receipts everywhere (before eliminations) 13595928.00		
10. Gross receipts in Texas (before eliminations) 13256317.00			11. Cost of goods sold or compensation (before eliminations) 11267701.00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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1023

"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/15)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate USG Properties Permian Basin I, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32049751616		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 8230687.00			
10. Gross receipts in Texas (before eliminations) 8187081.00		11. Cost of goods sold or compensation (before eliminations) 10865842.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate Capricorn Ridge Wind II, LLC		2. Affiliate taxpayer number (if none, use FEI number) 12608543166		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate Blue Summit Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 11137881576		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 12378106.00			
10. Gross receipts in Texas (before eliminations) 12060355.00		11. Cost of goods sold or compensation (before eliminations) 41323923.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

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An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

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" AMENDED "

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/16)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate West Texas Wind Energy Partners LP		2. Affiliate taxpayer number (if none, use FEI number) 16508237076		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00			9. Gross receipts everywhere (before eliminations) 4874311.00		
10. Gross receipts in Texas (before eliminations) 4862739.00			11. Cost of goods sold or compensation (before eliminations) 2518965.00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

*

1. Legal name of affiliate NextEra Energy Operating Services, LLC		2. Affiliate taxpayer number (if none, use FEI number) 16504717980		3. Affiliate NAICS code 541600	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00			9. Gross receipts everywhere (before eliminations) 153276346.00		
10. Gross receipts in Texas (before eliminations) 4778185.00			11. Cost of goods sold or compensation (before eliminations) 4720133.00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

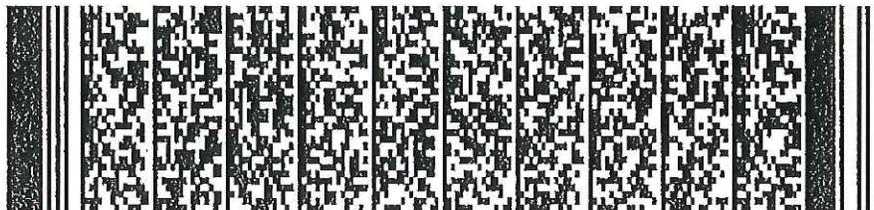
*

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
				7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00			9. Gross receipts everywhere (before eliminations) .00		
10. Gross receipts in Texas (before eliminations) .00			11. Cost of goods sold or compensation (before eliminations) .00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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" AMENDED "

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev.9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax		5. Check box if this affiliate does NOT have NEXUS in Texas		6. Affiliate reporting begin date	
7. Affiliate reporting end date		8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)		12. Check box if this is a Corporation or Limited Liability Company	

0.00		0.00		0.00	
0.00		0.00		0.00	
<input checked="" type="checkbox"/>		<input type="checkbox"/>			

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax		5. Check box if this affiliate does NOT have NEXUS in Texas		6. Affiliate reporting begin date	
7. Affiliate reporting end date		8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)		12. Check box if this is a Corporation or Limited Liability Company	

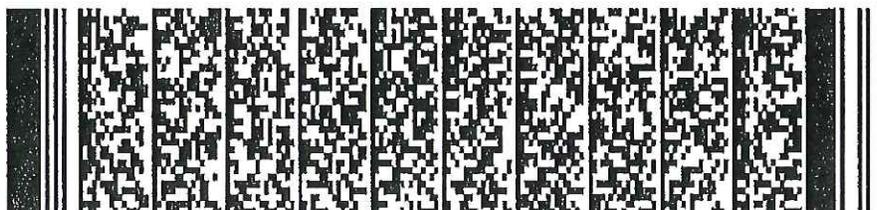
USG Properties Barnett II, LLC		32044320474			
0.00		2606694.00		0.00	
2474221.00		5363550.00		0.00	
<input checked="" type="checkbox"/>		<input type="checkbox"/>			

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax		5. Check box if this affiliate does NOT have NEXUS in Texas		6. Affiliate reporting begin date	
7. Affiliate reporting end date		8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)		12. Check box if this is a Corporation or Limited Liability Company	

Capricorn Ridge Wind Funding, LLC		453340057		33999	
0.00		2125817.00		0.00	
0.00		657961.00		0.00	
<input checked="" type="checkbox"/>		<input type="checkbox"/>			

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Texas Comptroller Official Use Only



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1023

"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 8-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

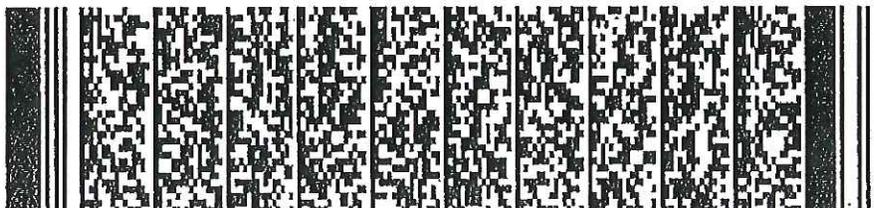
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate FPL Energy Services, Inc.		2. Affiliate taxpayer number (if none, use FEI number) 32039078749		3. Affiliate NAICS code 541990	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
7. Affiliate reporting end date m m d d y y 123113		8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 112644260 .00	
10. Gross receipts in Texas (before eliminations) 1371892 .00		11. Cost of goods sold or compensation (before eliminations) 71270893 .00		Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/> Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	
1. Legal name of affiliate NextEra Energy Project Management, LLC		2. Affiliate taxpayer number (if none, use FEI number) 16509098097		3. Affiliate NAICS code 541600	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
7. Affiliate reporting end date m m d d y y 123113		8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 27065793 .00	
10. Gross receipts in Texas (before eliminations) 928570 .00		11. Cost of goods sold or compensation (before eliminations) 889160 .00		Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/> Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00	
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00		Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/> Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	

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"AMENDED"

TX233P01 F3,00,04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

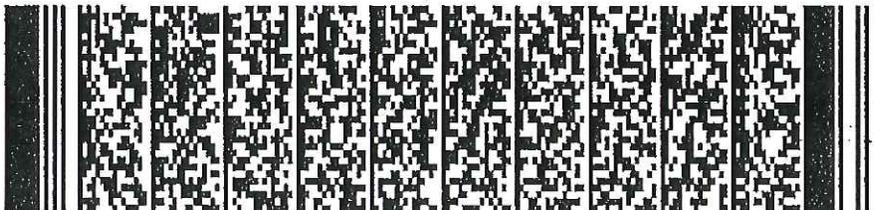
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate FPLE Forey, LLC		2. Affiliate taxpayer number (if none, use FEI number) 17605939978		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations)			9. Gross receipts everywhere (before eliminations)		
0 .00			961812773 .00		
10. Gross receipts in Texas (before eliminations)			11. Cost of goods sold or compensation (before eliminations)		
961812773 .00			894151280 .00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
				7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations)			9. Gross receipts everywhere (before eliminations)		
.00			.00		
10. Gross receipts in Texas (before eliminations)			11. Cost of goods sold or compensation (before eliminations)		
.00			.00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate ESI West Texas Energy, Inc.		2. Affiliate taxpayer number (if none, use FEI number) 16508103898		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations)			9. Gross receipts everywhere (before eliminations)		
0 .00			4384 .00		
10. Gross receipts in Texas (before eliminations)			11. Cost of goods sold or compensation (before eliminations)		
0 .00			0 .00		
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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1023

" AMENDED "

TX233P01 F3,00,04

TX2014 05-168
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

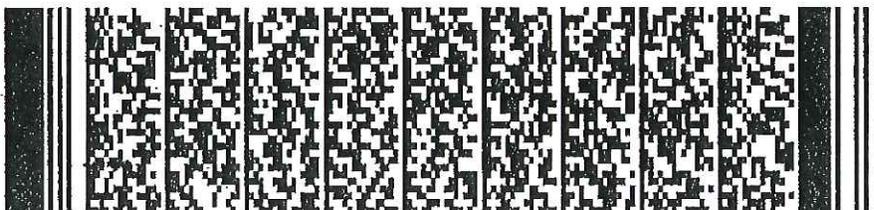
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Blue Summit Generation Tie, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32037525741		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 5.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate FPL Energy WPP 93 LP, LLC		2. Affiliate taxpayer number (if none, use FEI number) 200265730		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 5171.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate FPL Energy WPP 93 GP, LLC		2. Affiliate taxpayer number (if none, use FEI number) 200265702		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

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An information report (Form 05-102 or Form 05-187) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE FM



1023

" AMENDED "

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Blue Summit II Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32051418765		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>

1. Legal name of affiliate Javelina Wind Energy, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32046817048		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>

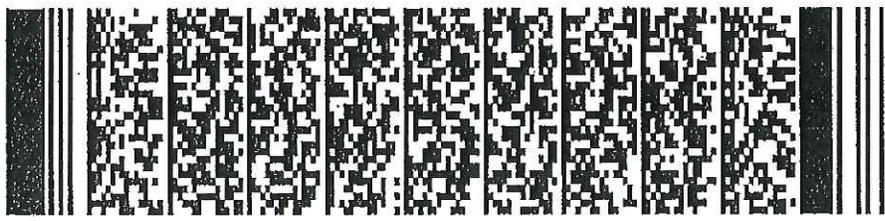
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1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	

8. Gross receipts subject to throwback in other states (before eliminations) .00	9. Gross receipts everywhere (before eliminations) .00
10. Gross receipts in Texas (before eliminations) .00	11. Cost of goods sold or compensation (before eliminations) .00
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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1023

"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number
32002608134

Report year
2014

Reporting entity taxpayer name
NextEra Energy Power Marketing, LLC

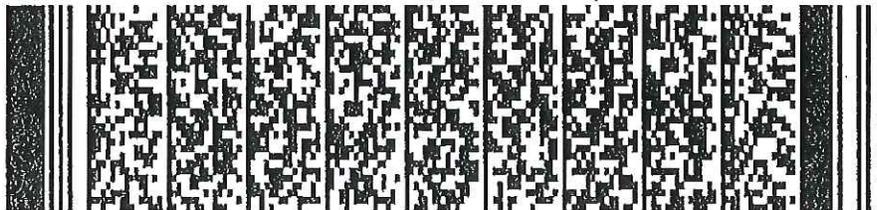
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)			
.00		.00			
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			
.00		.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)			
.00		.00			
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			
.00		.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate High Majestic II Wind Properties, LLC		2. Affiliate taxpayer number (if none, use FEI number) 455576361		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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1023

" AMENDED "

TX233P01 F3.00.04

TX2014 05-168
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Penta Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32049443198		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 83623538 .00			
10. Gross receipts in Texas (before eliminations) 17356667 .00		11. Cost of goods sold or compensation (before eliminations) 157333984 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
				7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00			
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

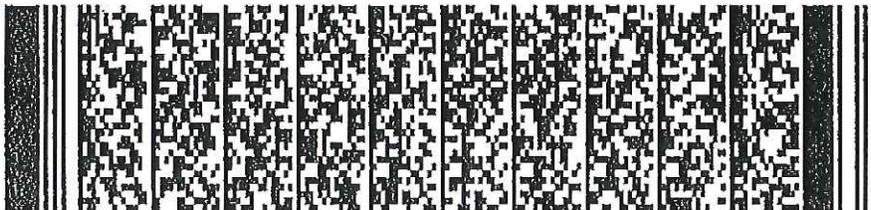
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1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
				7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00			
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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1023

"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev.9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00	
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00		Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/> Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00	
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00		Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/> Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00	
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00		Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/> Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	

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1023

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"AMENDED"

TX233P01 F3.00.04

TX2014 06-166
Ver. 5.0 (Rev. 8-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

*

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	

8. Gross receipts subject to throwback in other states (before eliminations)	.00	9. Gross receipts everywhere (before eliminations)	.00
10. Gross receipts in Texas (before eliminations)	.00	11. Cost of goods sold or compensation (before eliminations)	.00
Check box if this is a Corporation or Limited Liability Company	<input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company	<input type="checkbox"/>

*

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	

8. Gross receipts subject to throwback in other states (before eliminations)	.00	9. Gross receipts everywhere (before eliminations)	.00
10. Gross receipts in Texas (before eliminations)	.00	11. Cost of goods sold or compensation (before eliminations)	.00
Check box if this is a Corporation or Limited Liability Company	<input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company	<input type="checkbox"/>

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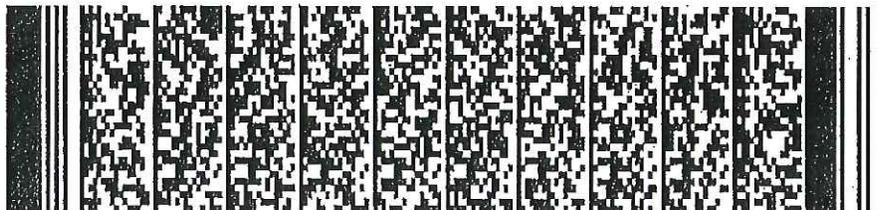
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	

8. Gross receipts subject to throwback in other states (before eliminations)	.00	9. Gross receipts everywhere (before eliminations)	.00
10. Gross receipts in Texas (before eliminations)	.00	11. Cost of goods sold or compensation (before eliminations)	.00
Check box if this is a Corporation or Limited Liability Company	<input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company	<input type="checkbox"/>

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An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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1023

"AMENDED"

TX233P01 F3,00,04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number

Report year

Reporting entity taxpayer name

32002608134

2014

NextEra Energy Power Marketing, LLC

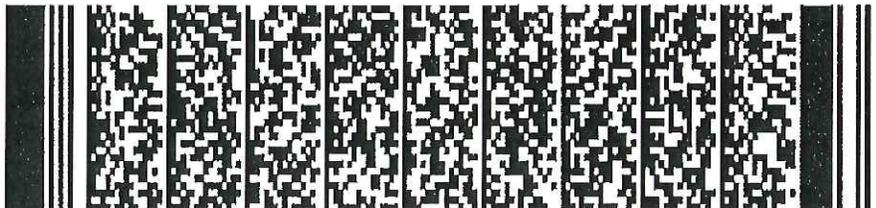
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Minco Wind III, LLC		2. Affiliate taxpayer number (if none, use FEI number) 453123502		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 6487349.00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 1175079.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Cedar Bluff Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 453123564		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Cherokee Power, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32045186080		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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" AMENDED "

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 8-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32002608134 Report year 2014 Reporting entity taxpayer name NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

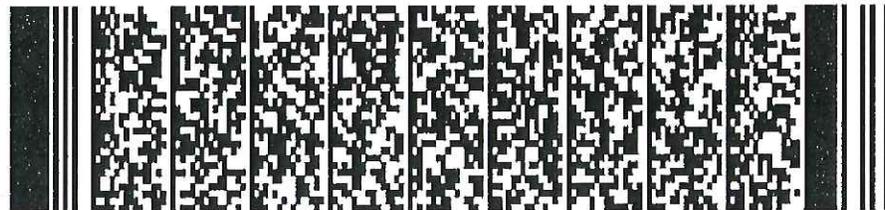
Form for Blackwell Wind, LLC. Fields include: 1. Legal name of affiliate, 2. Affiliate taxpayer number (453656653), 3. Affiliate NAICS code, 4. Check box if entity is disregarded for franchise tax, 5. Check box if this affiliate does NOT have NEXUS in Texas, 6. Affiliate reporting begin date (010113), 7. Affiliate reporting end date (123113), 8. Gross receipts subject to throwback in other states (0.00), 9. Gross receipts everywhere (before eliminations) (4259028.00), 10. Gross receipts in Texas (before eliminations) (0.00), 11. Cost of goods sold or compensation (before eliminations) (1332994.00). Check boxes for Corporation or Limited Liability Company and Entity other than a Corporation or Limited Liability Company.

Form for Golden Winds Funding, LLC. Fields include: 1. Legal name of affiliate, 2. Affiliate taxpayer number (453862509), 3. Affiliate NAICS code, 4. Check box if entity is disregarded for franchise tax, 5. Check box if this affiliate does NOT have NEXUS in Texas, 6. Affiliate reporting begin date (010113), 7. Affiliate reporting end date (123113), 8. Gross receipts subject to throwback in other states (0.00), 9. Gross receipts everywhere (before eliminations) (0.00), 10. Gross receipts in Texas (before eliminations) (0.00), 11. Cost of goods sold or compensation (before eliminations) (6.00). Check boxes for Corporation or Limited Liability Company and Entity other than a Corporation or Limited Liability Company.

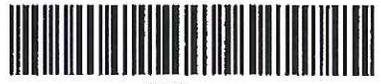
Form for Golden Winds Holdings, LLC. Fields include: 1. Legal name of affiliate, 2. Affiliate taxpayer number (453862372), 3. Affiliate NAICS code, 4. Check box if entity is disregarded for franchise tax, 5. Check box if this affiliate does NOT have NEXUS in Texas, 6. Affiliate reporting begin date (010113), 7. Affiliate reporting end date (123113), 8. Gross receipts subject to throwback in other states (0.00), 9. Gross receipts everywhere (before eliminations) (0.00), 10. Gross receipts in Texas (before eliminations) (0.00), 11. Cost of goods sold or compensation (before eliminations) (34581.00). Check boxes for Corporation or Limited Liability Company and Entity other than a Corporation or Limited Liability Company.

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 8-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

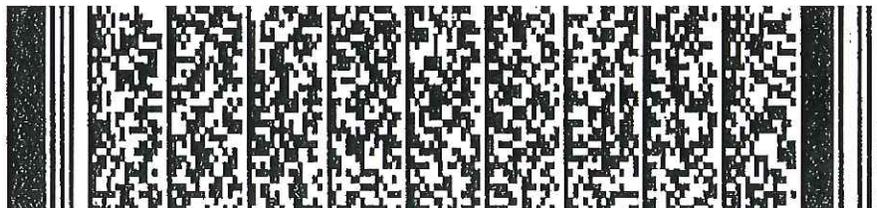
1. Legal name of affiliate Whitney Point Solar, LLC		2. Affiliate taxpayer number (if none, use FEI number) 271159993		3. Affiliate NAICS code 339999	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00			9. Gross receipts everywhere (before eliminations) 0 .00		
10. Gross receipts in Texas (before eliminations) 0 .00			11. Cost of goods sold or compensation (before eliminations) 32 .00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Pheasant Run Wind Holdings, LLC		2. Affiliate taxpayer number (if none, use FEI number) 461691358		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00			9. Gross receipts everywhere (before eliminations) 0 .00		
10. Gross receipts in Texas (before eliminations) 0 .00			11. Cost of goods sold or compensation (before eliminations) 6278 .00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
				7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00			9. Gross receipts everywhere (before eliminations) .00		
10. Gross receipts in Texas (before eliminations) .00			11. Cost of goods sold or compensation (before eliminations) .00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

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1023

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"AMENDED"

TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

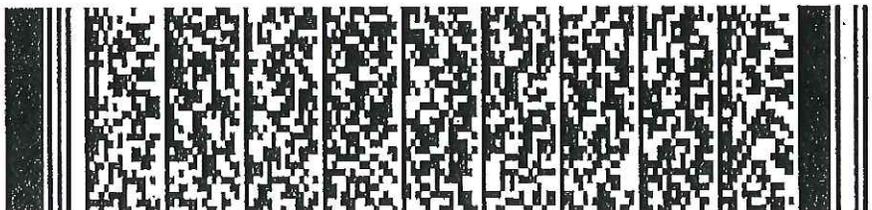
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Centennial Wind Holdings, LLC		2. Affiliate taxpayer number (if none, use FEI number) 455448524		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 824.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Centennial Wind Funding, LLC		2. Affiliate taxpayer number (if none, use FEI number) 455458881		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 21937.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00			
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

*

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TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32002608134
Report year 2014
Reporting entity taxpayer name NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y	7. Affiliate reporting end date m m d d y y		
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)			
.00		.00			
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			
.00		.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

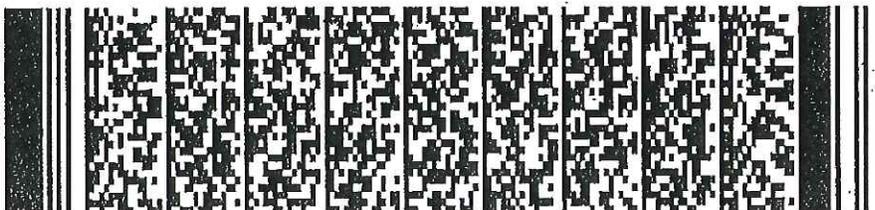
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y	7. Affiliate reporting end date m m d d y y		
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)			
.00		.00			
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			
.00		.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y	7. Affiliate reporting end date m m d d y y		
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)			
.00		.00			
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)			
.00		.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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TX2014 05-166
Ver. 5.0 (Rev.9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32002608134
Report year 2014
Reporting entity taxpayer name NextEra Energy Power Marketing, LLC

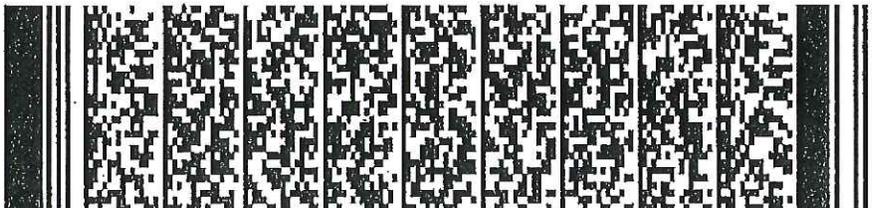
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

Form with 11 sections for reporting affiliate information, including legal name, taxpayer number, NAICS code, and financial data (gross receipts, cost of goods sold).

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

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TX2014 05-166
Ver. 5.0 (Rev. 9-13/15)

Texas Franchise Tax Affiliate Schedule

Code: 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

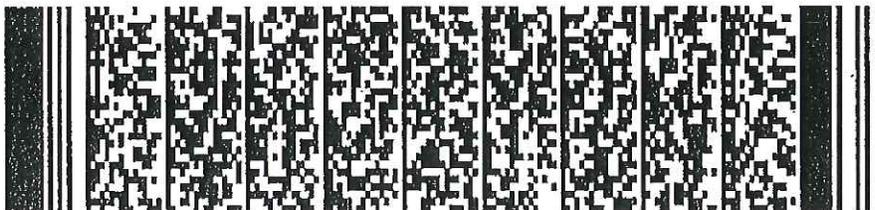
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Pioneer Plains Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 461995731		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00			
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Pheasant Run Wind Holdings II, LLC		2. Affiliate taxpayer number (if none, use FEI number) 462471318		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 1852.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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TX233P01 F3.00.04

TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

*

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations)			9. Gross receipts everywhere (before eliminations)		
.00			.00		
10. Gross receipts in Texas (before eliminations)			11. Cost of goods sold or compensation (before eliminations)		
.00			.00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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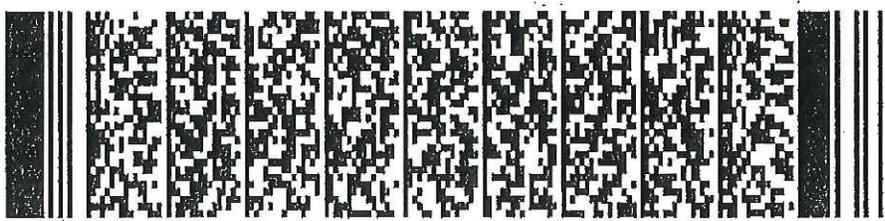
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
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.00			.00		
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.00			.00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations)			9. Gross receipts everywhere (before eliminations)		
.00			.00		
10. Gross receipts in Texas (before eliminations)			11. Cost of goods sold or compensation (before eliminations)		
.00			.00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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TX2014 05-166
Ver. 5.0 (Rev. 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32002608134
Report year: 2014
Reporting entity taxpayer name: NextEra Energy Power Marketing, LLC

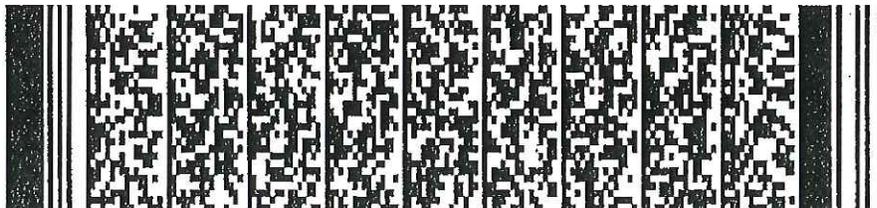
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y	
7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) .00		9. Gross receipts everywhere (before eliminations) .00	
10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00		Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>	
Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)	
3. Affiliate NAICS code		4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	
6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y		8. Gross receipts subject to throwback in other states (before eliminations) .00	
9. Gross receipts everywhere (before eliminations) .00		10. Gross receipts in Texas (before eliminations) .00		11. Cost of goods sold or compensation (before eliminations) .00	
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		1. Legal name of affiliate Steele Flats Wind Project Holdings, LLC	
2. Affiliate taxpayer number (if none, use FEI number) 462220155		3. Affiliate NAICS code		4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	
5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date 010113		7. Affiliate reporting end date 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00		10. Gross receipts in Texas (before eliminations) 0 .00	
11. Cost of goods sold or compensation (before eliminations) 0 .00		Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	

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TX2014 05-166
Ver. 5.0 (Rev.9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32002608134 Report year 2014 Reporting entity taxpayer name NextEra Energy Power Marketing, LLC

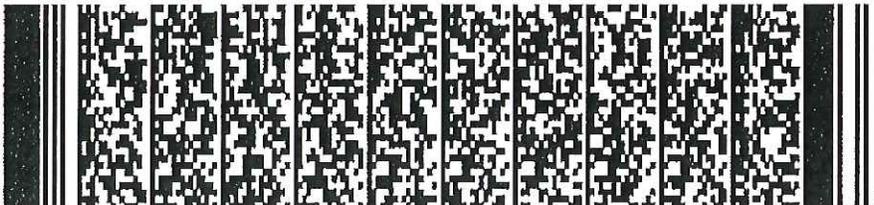
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

Form with 11 sections for reporting affiliate information, including legal name, taxpayer number, NAICS code, and financial data like gross receipts and cost of goods sold.

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32002608134
Report year 2014
Reporting entity taxpayer name NextEra Energy Power Marketing, LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Pioneer Plains Wind, LLC		2. Affiliate taxpayer number (if none, use FEI number) 461995731		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00			9. Gross receipts everywhere (before eliminations) 9107037 .00		
10. Gross receipts in Texas (before eliminations) 0 .00			11. Cost of goods sold or compensation (before eliminations) 35435916 .00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

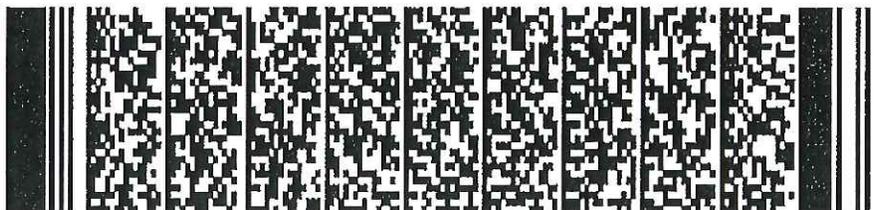
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00			9. Gross receipts everywhere (before eliminations) .00		
10. Gross receipts in Texas (before eliminations) .00			11. Cost of goods sold or compensation (before eliminations) .00		
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	
8. Gross receipts subject to throwback in other states (before eliminations) .00			9. Gross receipts everywhere (before eliminations) .00		
10. Gross receipts in Texas (before eliminations) .00			11. Cost of goods sold or compensation (before eliminations) .00		
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TAB 4

Detailed Description of the Project

Provide a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.

See Attached

TAB 4 (cont.)

Red Raider Wind, LLC (Red Raider) is requesting an appraised value limitation from Smyer Independent School District (ISD) for the Red Raider Project (the "Project"), a proposed solar and wind powered electric generating facility in Lubbock and Hockley Counties. The proposed Smyer ISD Project (this application) will be constructed within the following contiguous Reinvestment Zones. A Reinvestment Zone will be created by Lubbock County on or about March 2nd, 2015. Hockley County Reinvestment Zone #1 that was established by Hockley County on July 14th, 2014 and Hockley County Reinvestment Zone #2 that will be created by Hockley County on or about March 2nd, 2015. A map showing the location of the project is included in Tab 11.

The proposed Project is anticipated to have a total capacity of approximately 200 MW, of which 180 MW is located in Smyer ISD.

The total capacity allocated to Solar is anticipated to be 60 MW all of which will be located in Smyer ISD. Solar equipment selection is ongoing at this time and has not been finalized. The exact number of PV panels and their capacity will vary depending upon the panels and inverters selected, manufacturer's availability and prices, ongoing engineering design optimization and the final megawatt generating capacity of the Project when completed. Current plans are to install 252,800 Ying Li PV panels and 60x1 MW Greenpower inverters within Smyer ISD. The Applicant requests a value limitation for all materials and equipment installed for the Project, including but not limited to; solar modules/panels, racking and mounting structures, inverters boxes, combiner boxes, meteorological equipment, foundations, roadways, buildings and offices, paving, fencing, collection system, electrical substations, generation transmission tie line and associated towers, and interconnection facilities.

The total capacity allocated to Wind is anticipated to be 140 MW, of which approximately 120 MW will be located in Smyer ISD. Turbine selection is ongoing at this time and has not been finalized. The exact number of wind turbines and size of each turbine will vary depending upon the wind turbines selected, manufacturer's availability and prices, ongoing wind studies and the final megawatt generating capacity of the Project when completed. Current plans are to install 1.72 MW GE turbines with an estimated 70 turbines located in Smyer ISD. Red Raider Wind, LLC is also constructing approximately 13.6 miles of generation transmission tie line, of which approximately 3 miles will be in Smyer ISD and the remaining 10.6 miles will be in Frenship ISD and/or Shallowater ISD. The Applicant requests a value limitation for all materials and equipment installed for the Project, including but not limited to; wind turbines, turbine transformers (pad-mounts), towers, foundations, roadways, buildings and offices, anemometer towers, collection system, electrical substations, transmission line and associated towers, and interconnection facilities.

Construction of the Project is anticipated to begin in the second quarter of 2016 with completion by December 31, 2016.



TAB 5

Documentation to assist in determining if limitation is a determining factor.

NextEra Energy Resources (NEER), with approximately 18,300 MW of generating capacity at December 31, 2013, is one of the largest wholesale generators of electric power in the U.S., with nearly 17,800 MW of generating capacity across 24 states, and with approximately 400 MW in 4 Canadian provinces. NEER produces the majority of its electricity from clean and renewable sources, including wind and solar. NEER also provides full energy and capacity requirements services, engages in power and gas marketing and trading activities, participates in natural gas, natural gas liquids and oil production and pipeline infrastructure development and owns a retail electricity provider. NEER has a long term commitment to both wind and solar with an outlook to significantly expand our fleet of clean energy generating capacity.

As of February 28, 2014, NEER's wind portfolio included 101 wind projects delivering approximately 10,284 MW throughout the U.S. and Canada.

NEER is keen to develop and build the proposed Red Raider Wind Project as per this application, but since this Project is still in the early stages of development, further investment could be, if necessary, redeployed to other counties and states competing for similar wind projects.

TAB 6

Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor (if applicable)

- | | |
|-------------------------------|--------|
| 1) Hockley County | - 91% |
| 2) Smyer ISD | - 85% |
| 3) UMC Hospital District | - 9% |
| 4) High Plains Water District | - 100% |
| 5) South Plains College | - 91% |
| 6) Lubbock County | - 9% |
| 7) Shallowater ISD | - 10% |
| 8) Frenship ISD | - 5% |



TAB 7

Description of Qualified Investment

Red Raider Wind, LLC plans to construct an approximately 200 MW combined wind and solar electric generating project in Hockley and Lubbock Counties.

This application covers all qualified property within Smyer ISD necessary for the commercial operations of the proposed combined wind farm and solar project described in Tab 4. Approximately seventy-five (75) wind turbines will be located in Hockley County, of which seventy (70) will be located in Smyer ISD. Approximately 252,800 PV panels and 60x1 MW inverters will be located in Hockley County, all of which will be located in Smyer ISD. For purposes of this application, the Project anticipates using 1.72 MW turbines manufactured by GE, Ying Li PV Panels and Greenpower inverters. Red Raider is also constructing approximately 3 miles of generation transmission tie line that will be in Smyer ISD.

This application covers all qualified investment and qualified property necessary for the commercial operations of the wind farm and the solar project.

Qualified Investment and qualified property includes, but is not limited to, turbines, towers, foundations, transformers, pad mounts, underground collection systems, transmission lines, electrical interconnections, met towers, roads, spare parts, control systems necessary for commercial generation of electricity, solar modules/panels, racking and mounting structures, inverters boxes, combiner boxes, meteorological equipment, roadways, buildings and offices, paving, fencing, electrical substations, generation transmission tie line and associated towers, and interconnection facilities.

NOTE - The map in TAB 11 shows the proposed project area with the preliminary turbine, panel and inverter locations. The exact placement of these turbines, panels and inverters is subject to ongoing planning, soil studies, and engineering and will be determined before construction begins.



TAB 8

Description of Qualified Property

(See Tab 7)



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

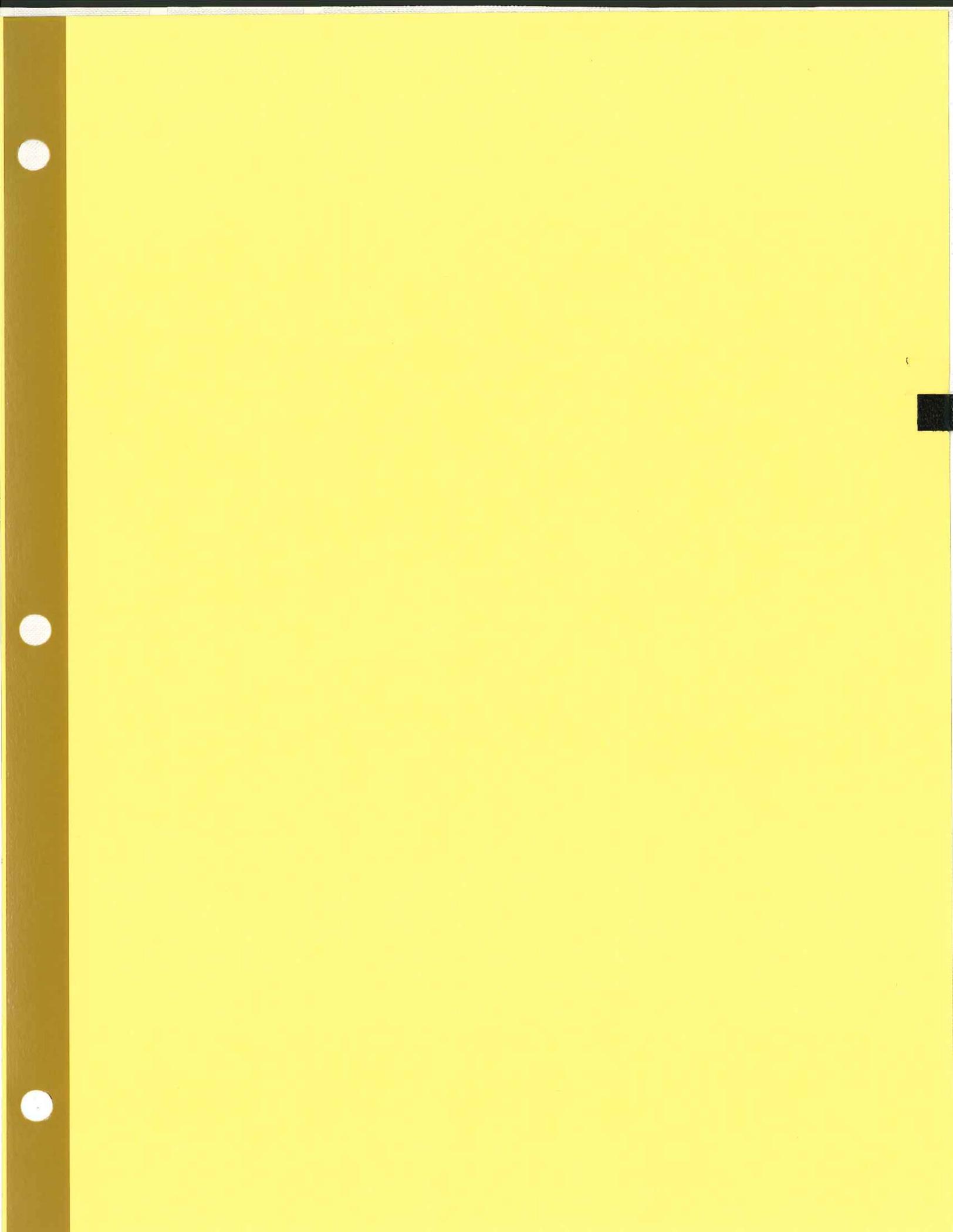
TAB 9

Description of Land

See Attached

Tab 9 (cont.)

Abstract	Survey	Block	Section	County	Reinvestment Zone	School District
219106	THOMSON, R M	A	131	Hockley	HCRZ #1	Smyer ISD
219105	THOMSON, R M	A	61	Hockley	HCRZ #2	Smyer ISD
219118	THOMSON, R M	A	60	Hockley	HCRZ #2	Smyer ISD
219104	THOMSON, R M	A	59	Hockley	HCRZ #2	Smyer ISD
219103	THOMSON, R M	A	58	Hockley	HCRZ #2	Smyer ISD
219102	THOMSON, R M	A	57	Hockley	HCRZ #1	Smyer ISD
219101	THOMSON, R M	A	56	Hockley	HCRZ #1	Smyer ISD
21968	THOMSON, R M	A	55	Hockley	HCRZ #1	Smyer ISD
21967	THOMSON, R M	A	54	Hockley	HCRZ #1	Smyer ISD
219117	THOMSON, R M	A	46	Hockley	HCRZ #2	Smyer ISD
21981	THOMSON, R M	A	47	Hockley	HCRZ #2	Smyer ISD
21982	THOMSON, R M	A	48	Hockley	HCRZ #2	Smyer ISD
21962	THOMSON, R M	A	49	Hockley	HCRZ #2	Smyer ISD
21963	THOMSON, R M	A	50	Hockley	HCRZ #1	Smyer ISD
21964	THOMSON, R M	A	51	Hockley	HCRZ #1	Smyer ISD
21965	THOMSON, R M	A	52	Hockley	HCRZ #1	Smyer ISD
21966	THOMSON, R M	A	53	Hockley	HCRZ #1	Smyer ISD
219107	THOMSON, R M	A	45	Hockley	HCRZ #2	Smyer ISD
219100	THOMSON, R M	A	44	Hockley	HCRZ #2	Smyer ISD
21999	THOMSON, R M	A	43	Hockley	HCRZ #2	Smyer ISD
21998	THOMSON, R M	A	42	Hockley	HCRZ #1	Smyer ISD
21997	THOMSON, R M	A	41	Hockley	HCRZ #1	Smyer ISD
21980	THOMSON, R M	A	40	Hockley	HCRZ #1	Smyer ISD
21979	THOMSON, R M	A	39	Hockley	HCRZ #1	Smyer ISD
219116	THOMSON, R M	A	38	Hockley	HCRZ #1	Smyer ISD
219125	THOMSON, R M	A	130	Hockley	HCRZ #1	Smyer ISD
219123	THOMSON, R M	A	30	Hockley	HCRZ #2	Smyer ISD
21977	THOMSON, R M	A	31	Hockley	HCRZ #2	Smyer ISD
21978	THOMSON, R M	A	32	Hockley	HCRZ #2	Smyer ISD
21993	THOMSON, R M	A	33	Hockley	HCRZ #1	Smyer ISD
21994	THOMSON, R M	A	34	Hockley	HCRZ #1	Smyer ISD
21995	THOMSON, R M	A	35	Hockley	HCRZ #1	Smyer ISD
21996	THOMSON, R M	A	36	Hockley	HCRZ #1	Smyer ISD
219115	THOMSON, R M	A	37	Hockley	HCRZ #1	Smyer ISD
219124	THOMSON, R M	A	129	Hockley	HCRZ #1	Smyer ISD
219122	THOMSON, R M	A	29	Hockley	HCRZ #2	Smyer ISD
219114	THOMSON, R M	A	28	Hockley	HCRZ #2	Smyer ISD
21992	THOMSON, R M	A	27	Hockley	HCRZ #2	Smyer ISD
21976	THOMSON, R M	A	26	Hockley	HCRZ #2	Smyer ISD
21975	THOMSON, R M	A	25	Hockley	HCRZ #2	Smyer ISD
21961	THOMSON, R M	A	24	Hockley	HCRZ #1	Smyer ISD
21960	THOMSON, R M	A	23	Hockley	HCRZ #1	Smyer ISD
219244	C&M RR CO	P	53	Hockley	HCRZ #1	Frenship ISD
2191	C&M RR CO	P	53	Hockley	HCRZ #1	Frenship ISD
21958	THOMSON, R M	A	21	Hockley	HCRZ #2	Smyer ISD
21959	THOMSON, R M	A	22	Hockley	HCRZ #1	Smyer ISD
219358	PSL	D	12	Hockley	HCRZ #1	Frenship ISD
219247	C&M RR CO	P	54	Hockley	HCRZ #2	Smyer ISD
21973	STATE OF TEXAS		11	Hockley	HCRZ #2	Smyer ISD
21972	THOMSON, R M	A	10	Hockley	HCRZ #2	Smyer ISD
21971	THOMSON, R M	A	9	Hockley	HCRZ #2	Smyer ISD
219121	THOMSON, R M	A	128	Hockley	HCRZ #2	Frenship ISD
219109	THOMSON, R M	A	6	Hockley	HCRZ #2	Smyer ISD
21956	THOMSON, R M	A	7	Hockley	HCRZ #2	Smyer ISD
21957	THOMSON, R M	A	8	Hockley	HCRZ #2	Frenship ISD
219119	THOMSON, R M	A	127	Hockley	HCRZ #2	Smyer ISD
219357	PSL	D	11	Hockley	HCRZ #2	Frenship ISD
219150	JONES CSL		1	Hockley	HCRZ #2	Smyer ISD
219151	JONES CSL		2	Hockley	HCRZ #2	Smyer ISD
303632	THOMSON, R M	A	131	Lubbock		
3031287	FAIRRIIS, G S	D	13	Lubbock		
303288	AB&M	P	39	Lubbock		
3031082	EL&RR RR CO	D5	30	Lubbock		
303631	THOMSON, R M	A	130	Lubbock		
3031537	EL&RR RR CO	D5	32	Lubbock		
303630	THOMSON, R M	A	129	Lubbock		
3031546	AB&M	P	40	Lubbock		
3031017	AB&M	P	40	Lubbock		
303349	EL&RR RR CO	D5	31	Lubbock		
3031018	EL&RR RR CO	D5	32	Lubbock		
3031521	EL&RR RR CO	D5	32	Lubbock		
3031286	FAIRRIIS, G S	D	12	Lubbock		
303300	BS&F	P	41	Lubbock		
303874	BS&F	P	42	Lubbock		
3031087	EL&RR RR CO	JS	38	Lubbock		
3031538	TUBB, T	JS	38	Lubbock		
303109	C&M RR CO	P	53	Lubbock		
303875	ACH&B	P	52	Lubbock		
303844	C&M RR CO	P	54	Lubbock		
303108	C&M RR CO	P	55	Lubbock		
3031285	FAIRRIIS, T L	D	11	Lubbock		
303283	TT RR CO	JS	3	Lubbock		



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 10

Description of all property not eligible to become qualified property (if applicable)

None, not applicable



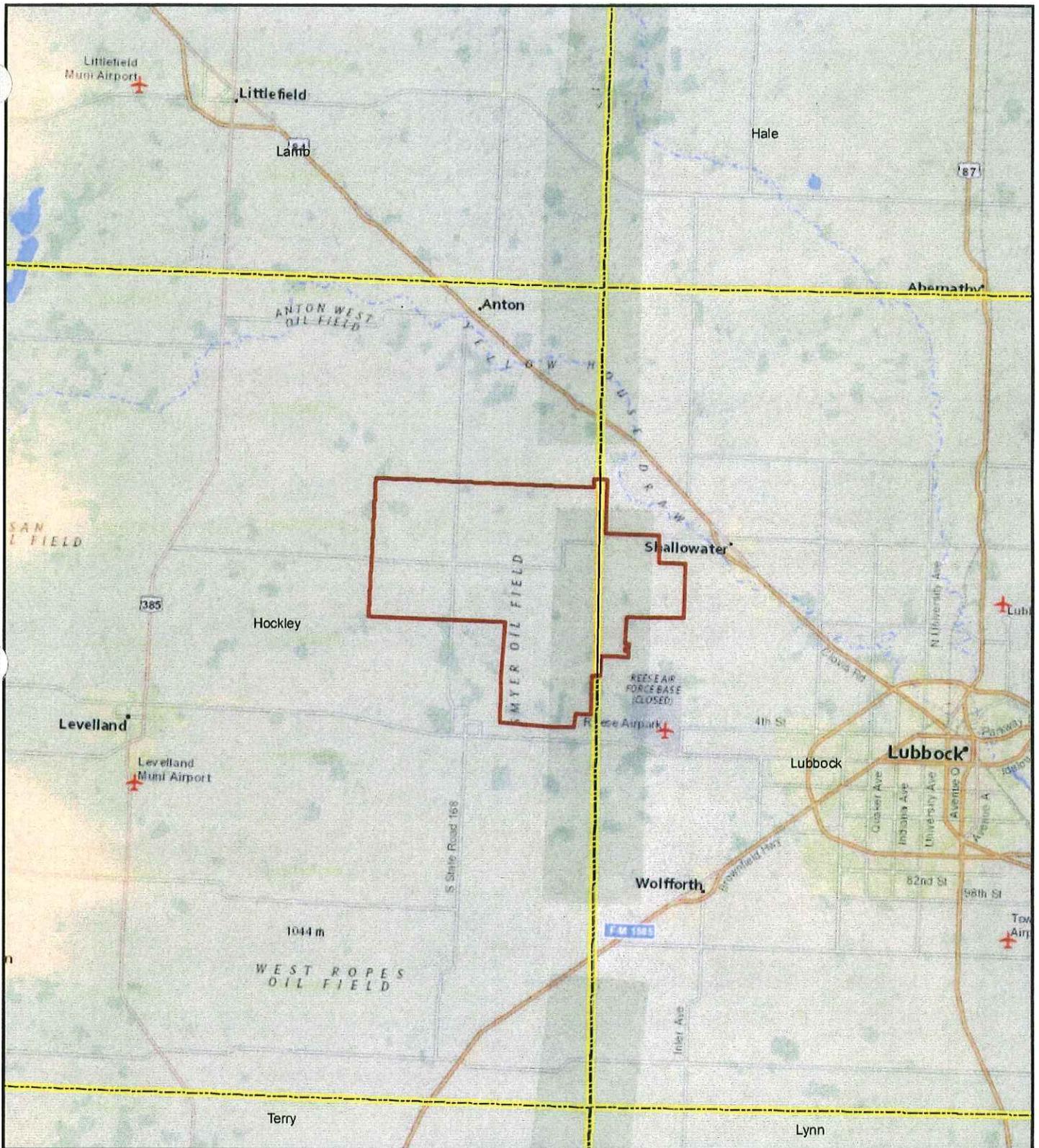
TAB 11

Maps that clearly show:

- a) Project vicinity
- b) Qualified investment including location of new building or new improvements
- c) Qualified property including location of new building or new improvements
- d) Existing property
- e) Land location within vicinity map
- f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size

11 d) THERE IS NO EXISISTING PROPERTY

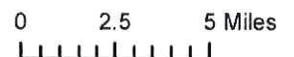
11 a) Project Vicinity Map



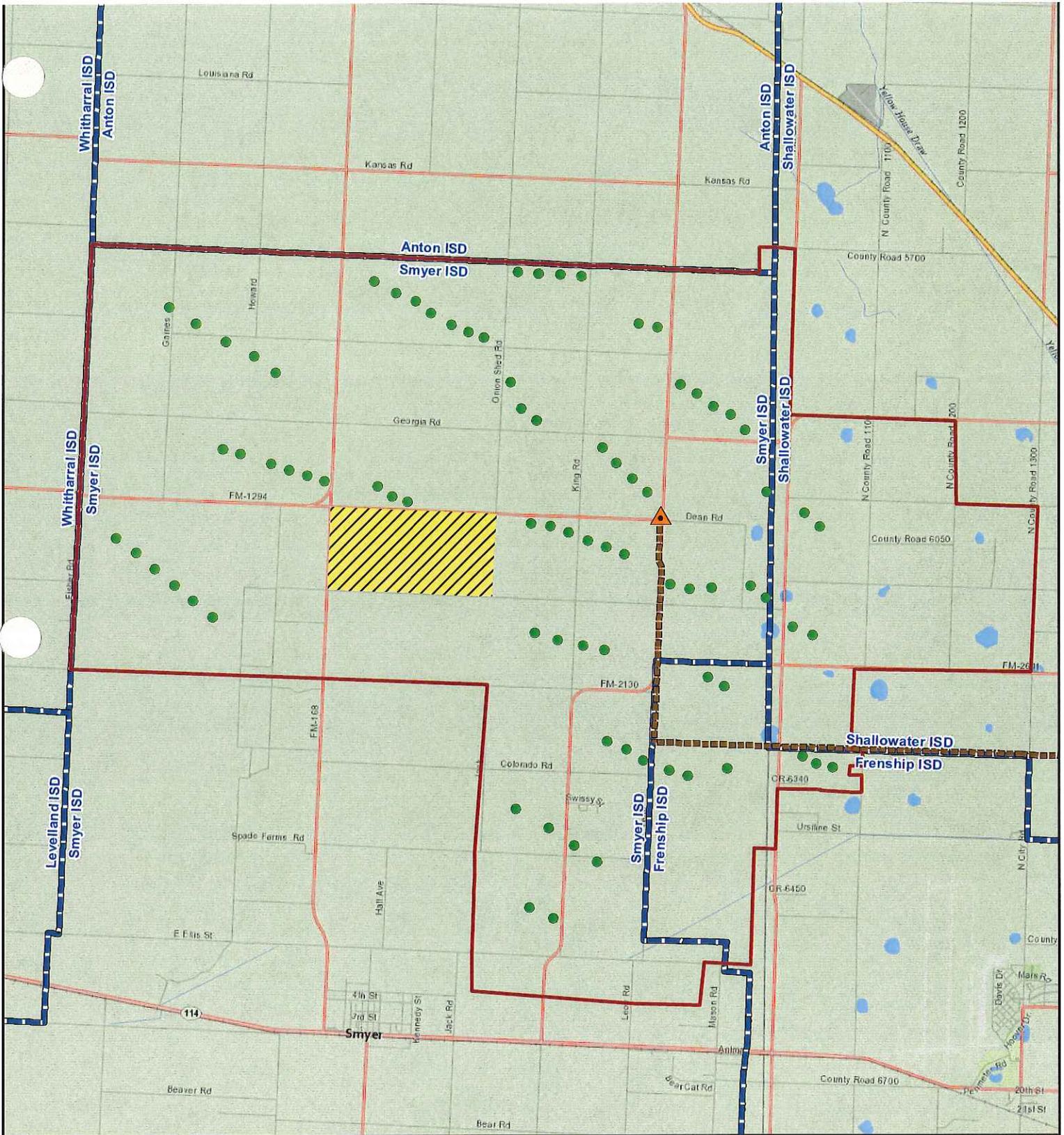
Red Raider

Wednesday, January 21, 2015
Hockley County, Texas

-  Project Boundary
-  County Boundary



11 b&c) Qualified Investment & Property with Location of Improvements



Red Raider

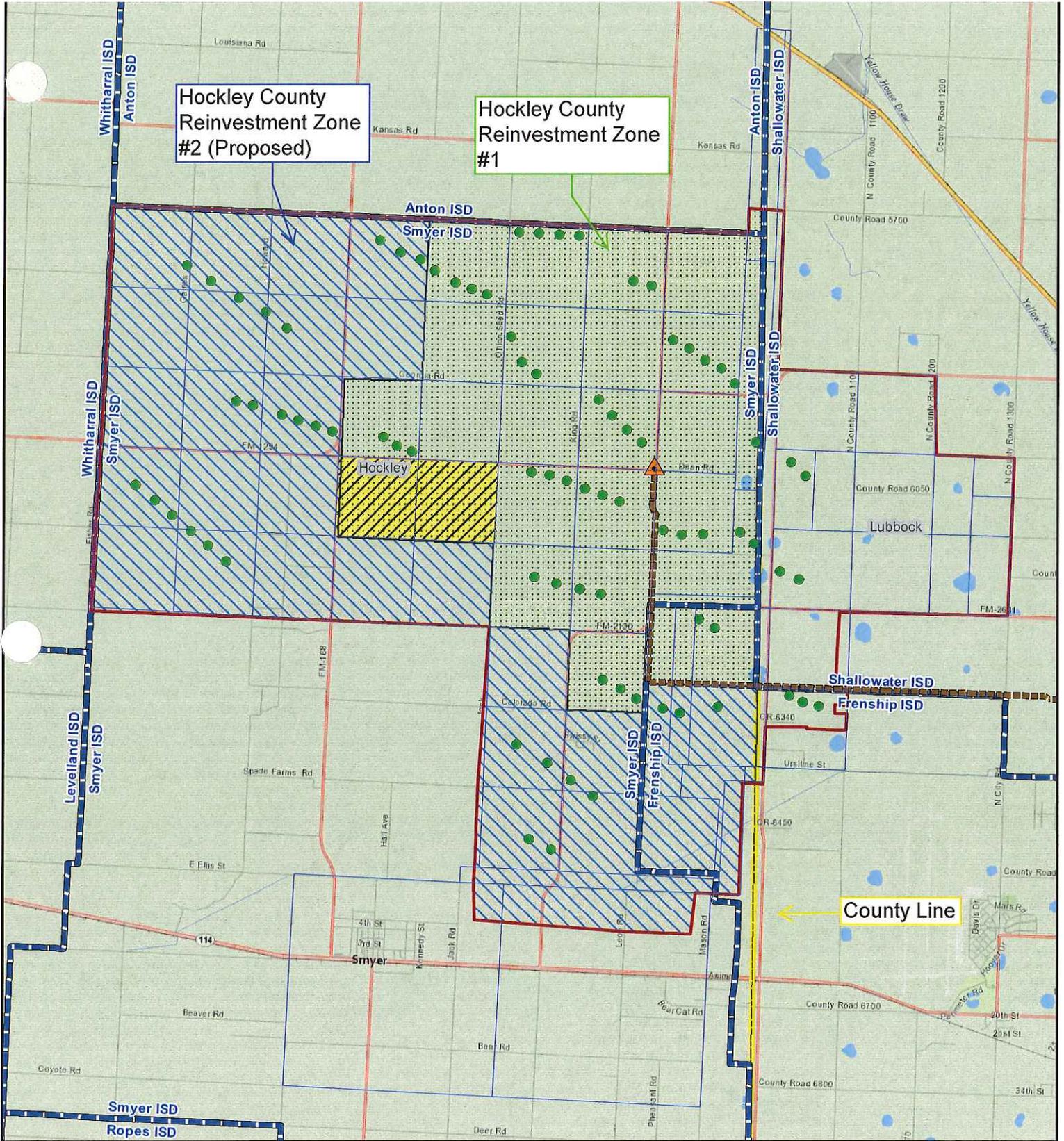
Wednesday, January 21, 2015
Lubbock and Hockley Counties, Texas



- Substation/O&M
- Turbine
- Transmission
- Project Boundary
- ISD Boundary
- Solar



11 f) Reinvestment Zone Map within Vicinity Map



Red Raider

Friday, January 23, 2015
Lubbock and Hockley Counties, Texas



- Substation/O&M
- Turbine
- Transmission
- Reinvestment Zone 1
- Reinvestment Zone 2
- Project Boundary
- ISD Boundary
- County Boundary
- Solar



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 12

Request for Waiver of Job Creation Requirement and supporting information (if applicable)

See Attached

CUMMINGS WESTLAKE LLC

12837 Louetta Road, Suite 201 Cypress, Texas 77429-5611 713-266-4456 Fax: 713-266-2333

January 26, 2015

Mr. Dane Kerns, Superintendent
Smyer Independent School District
401 Lincoln
Smyer, TX 79367

Re: Chapter 313 Job Waiver Request

Dear Mr. Kerns,

Red Raider Wind, LLC requests that the Smyer Independent School District's Board of Trustees waive the job requirement provision as allowed by Section 313.025(f-1) of the tax code. This waiver would be based on the school district's board findings that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property owner that is described in the application.

Red Raider Wind, LLC requests that the Smyer Independent School District makes such a finding and waive the job creation requirement for 10 permanent jobs. In line with industry standards for job requirements, Red Raider Wind, LLC has committed to create four qualified jobs in Smyer ISD. In addition, Red Raider Wind estimates it will create one new non-qualified job in Smyer ISD.

Combined wind and solar projects create a large number of full and part-time, but temporary, jobs during the construction phase of the project, but require a relatively small number of highly skilled technicians to operate and maintain the project after commercial operation commences.

The industry standard for wind employment is typically one full-time employee for approximately every 10-15 turbines. This number may vary depending on the operations and maintenance requirements of the turbines selected as well as the support and technical assistance offered by the turbine manufacturer.

The number of jobs allocated to solar in this application is in line with the industry standards for a solar project this size. This is evidenced by previously filed limitation agreement applications by solar developers who also requested a waiver of the job requirements. In addition, there are educational materials and other documentation that also suggest that Red Raider Wind, LLC has the appropriate number of jobs for this project.

The permanent employees of a combined wind and solar project maintain and service wind turbines, PV Panels, and inverters, underground electrical connections, substations and other infrastructure associated with the safe and reliable operation of the project. In addition to the onsite employees, there may be managers or technicians who support the project from offsite locations.

Sincerely,

A handwritten signature in black ink that reads "J. Weston Jackson". The signature is written in a cursive style with a long horizontal flourish extending to the right.

J. Weston Jackson
Partner



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 13

Calculation of three possible wage requirements with TWC documentation

- Hockley County average weekly wage for all jobs (all industries)
- Hockley County average weekly wage for all jobs (manufacturing)
- See attached Council of Governments Regional Wage Calculation and Documentation

*Note – We used Hockley County wages because the Smyer ISD offices are located in Hockley County.

**RED RAIDER WIND, LLC
TAB 13 TO CHAPTER 313 APPLICATION**

**HOCKLEY COUNTY
CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2014	\$ 990	\$ 51,480
SECOND	2014	\$ 931	\$ 48,412
THIRD	2013	\$ 920	\$ 47,840
FOURTH	2013	\$ 956	\$ 49,712
AVERAGE		\$ 949	\$ 49,361

**HOCKLEY COUNTY
CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
FIRST	2014	\$ 855	\$ 44,460
SECOND	2014	\$ 838	\$ 43,576
THIRD	2013	\$ 761	\$ 39,572
FOURTH	2013	\$ 901	\$ 46,852
AVERAGE		\$ 839	\$ 43,615
X		110%	110%
		\$ 923	\$ 47,977

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
South Plains	2013	\$ 661	\$ 34,380
X		110%	110%
		\$ 727	\$ 37,818

* SEE ATTACHED TWC DOCUMENTATION

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2014	1st Qtr	Hockley County	Total All	00	0	10	Total, All Industries	\$990
2014	2nd Qtr	Hockley County	Total All	00	0	10	Total, All Industries	\$931
2013	3rd Qtr	Hockley County	Total All	00	0	10	Total, All Industries	\$920
2013	4th Qtr	Hockley County	Total All	00	0	10	Total, All Industries	\$956

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2014	1st Qtr	Hockley County	Total All	31	2	31-33	Manufacturing	\$855
2014	2nd Qtr	Hockley County	Total All	31	2	31-33	Manufacturing	\$838
2013	3rd Qtr	Hockley County	Total All	31	2	31-33	Manufacturing	\$761
2013	4th Qtr	Hockley County	Total All	31	2	31-33	Manufacturing	\$901

**2013 Manufacturing Wages by Council of Government Region
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
Texas	\$23.73	\$49,363
1. Panhandle Regional Planning Commission	\$20.43	\$42,499
2. South Plains Association of Governments	\$16.53	\$34,380
3. NORTEX Regional Planning Commission	\$19.15	\$39,838
4. North Central Texas Council of Governments	\$25.00	\$51,997
5. Ark-Tex Council of Governments	\$17.45	\$36,298
6. East Texas Council of Governments	\$19.50	\$40,565
7. West Central Texas Council of Governments	\$18.64	\$38,779
8. Rio Grande Council of Governments	\$16.27	\$33,848
9. Permian Basin Regional Planning Commission	\$22.89	\$47,604
10. Concho Valley Council of Governments	\$17.20	\$35,777
11. Heart of Texas Council of Governments	\$19.44	\$40,444
12. Capital Area Council of Governments	\$27.31	\$56,805
13. Brazos Valley Council of Governments	\$17.20	\$35,770
14. Deep East Texas Council of Governments	\$16.48	\$34,287
15. South East Texas Regional Planning Commission	\$29.09	\$60,501
16. Houston-Galveston Area Council	\$26.13	\$54,350
17. Golden Crescent Regional Planning Commission	\$22.23	\$46,242
18. Alamo Area Council of Governments	\$18.91	\$39,329
19. South Texas Development Council	\$13.94	\$28,990
20. Coastal Bend Council of Governments	\$23.78	\$49,454
21. Lower Rio Grande Valley Development Council	\$15.82	\$32,907
22. Texoma Council of Governments	\$20.93	\$43,529
23. Central Texas Council of Governments	\$17.33	\$36,042
24. Middle Rio Grande Development Council	\$19.07	\$39,666

110% x \$34,380
= \$37,818

Source: Texas Occupational Employment and Wages

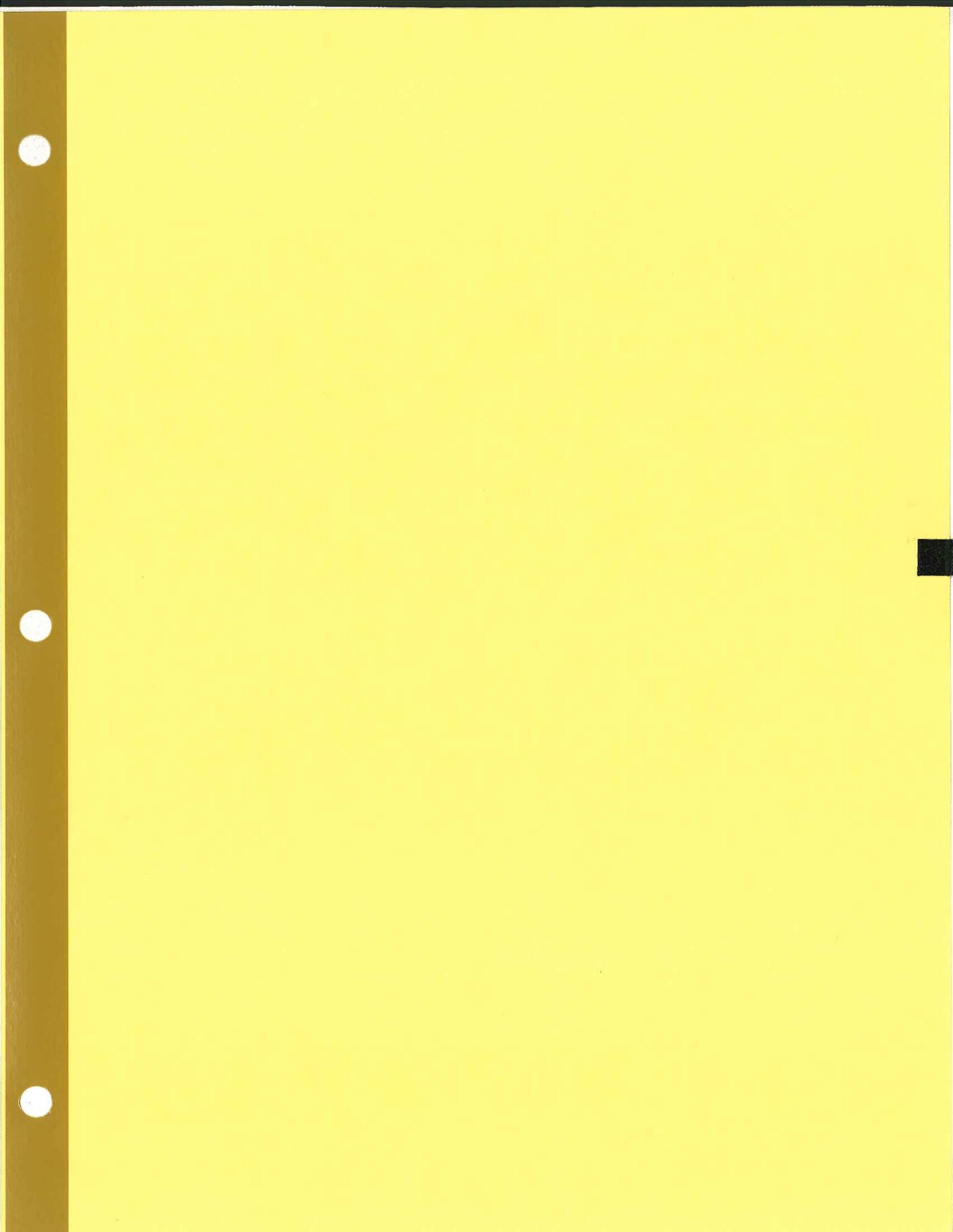
Data published: July 2014

Data published annually, next update will be July 31, 2015

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 14

Schedules A1, A2, B, C and D completed and signed Economic Impact (if applicable)

See attached Schedules A1, A2, B, C and D

Schedule A1: Total Investment for Economic Impact Through the Qualifying Time Period

PROPERTY INVESTMENT AMOUNTS									
(Estimated Investment in each year. Do not put cumulative totals.)									
Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year (YYYY))	Column A New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Column C Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E Total Investment (Sum of Columns A+B+C+D)		
Investment made before filing complete application with district.			Not eligible to become Qualified Property				0		
Investment made after filing complete application with district, but before final board approval of application		2016	0	0	0	0	0		
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period			284,500,000	500,000	0	0	285,000,000		
Complete tax years of qualifying time period	Q1P1	2017	0	0	0	0	0		
	Q1P2	2018	0	0	0	0	0		
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]			284,500,000	500,000	0	0	285,000,000		
Total Qualified Investment (sum of green cells)			285,000,000	Enter amounts from TOTAL row above in Schedule A2					

For All Columns: List amount invested each year, not cumulative totals.
 Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.
 Column B: Only tangible personal property that is specifically described in the application can become qualified property.
 Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of §13.02(1) but not creating a new improvement as defined by TAC §.1051. This is proposed property that functionally replaces existing property, is used to maintain, refurbish, renovate, modify or upgrade existing property, or is attached to existing property—described in SECTION 13, question #5 of the application.
 Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.
 Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.
 Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

PROPERTY INVESTMENT AMOUNTS									
(Estimated investment in each year. Do not put cumulative totals.)									
Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Column C Other investment made during this year that will not become Qualified Property (SEE NOTE)	Column D Other investment made during this year that will become Qualified Property (SEE NOTE)	Column E Total Investment (A+B+C+D)		
Total investment from Schedule A1*			284,500,000	500,000	0	0	285,000,000		
Each year prior to start of value limitation period** <i>(insert as many rows as necessary)</i>									
0	2016-2017	2016	0	0	0	0	0		
1	2017-2018	2017	0	0	0	0	0		
2	2018-2019	2018	0	0	0	0	0		
3	2019-2020	2019	0	0	0	0	0		
4	2020-2021	2020	0	0	0	0	0		
5	2021-2022	2021	0	0	0	0	0		
6	2022-2023	2022	0	0	0	0	0		
7	2023-2024	2023	0	0	1,400,000	0	1,400,000		
8	2024-2025	2024	0	0	1,400,000	0	1,400,000		
9	2025-2026	2025	0	0	1,400,000	0	1,400,000		
10	2026-2027	2026	0	0	1,400,000	0	1,400,000		
Value limitation period**									
Total investment made through limitation			284,500,000	500,000	7,000,000	0	292,000,000		
Continue to maintain viable presence									
11	2027-2028	2027			2,100,000		2,100,000		
12	2028-2029	2028			2,100,000		2,100,000		
13	2029-2030	2029			2,100,000		2,100,000		
14	2030-2031	2030			2,100,000		2,100,000		
15	2031-2032	2031			2,100,000		2,100,000		
16	2032-2033	2032			2,100,000		2,100,000		
17	2033-2034	2033			2,100,000		2,100,000		
18	2034-2035	2034			2,100,000		2,100,000		
19	2035-2036	2035			2,100,000		2,100,000		
20	2036-2037	2036			2,100,000		2,100,000		
21	2037-2038	2037			2,100,000		2,100,000		
22	2038-2039	2038			2,100,000		2,100,000		
23	2039-2040	2039			2,100,000		2,100,000		
24	2040-2041	2040			2,100,000		2,100,000		
25	2041-2042	2041			2,100,000		2,100,000		

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the first row.

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "Year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were not captured on Schedule A1. For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment include investment meeting the definition of 313.026(c)(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is similar to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Date

Applicant Name

ISD Name

1/22/2015

Red Raider Wind, LLC

Smyer ISD

Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)

Form 50-296A

Revised May, 2014

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
			Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
0	2016-2017	2016	0	0	0	0	0	0
1	2017-2018	2017	0	485,000	273,000,000	273,485,000	273,485,000	20,000,000
2	2018-2019	2018	0	472,900	250,488,000	250,960,900	250,960,900	20,000,000
3	2019-2020	2019	0	461,100	229,104,960	229,566,060	229,566,060	20,000,000
4	2020-2021	2020	0	449,600	207,710,563	208,160,163	208,160,163	20,000,000
5	2021-2022	2021	0	438,400	187,271,718	187,710,118	187,710,118	20,000,000
6	2022-2023	2022	0	427,400	167,711,981	168,139,381	168,139,381	20,000,000
7	2023-2024	2023	0	416,700	147,911,022	148,327,722	148,327,722	20,000,000
8	2024-2025	2024	0	406,300	129,904,140	130,310,440	130,310,440	20,000,000
9	2025-2026	2025	0	396,100	115,731,809	116,127,909	116,127,909	20,000,000
10	2026-2027	2026	0	386,200	105,339,264	105,725,464	105,725,464	20,000,000
11	2027-2028	2027	0	376,500	98,676,123	99,052,623	99,052,623	99,052,623
12	2028-2029	2028	0	367,100	92,546,033	92,913,133	92,913,133	92,913,133
13	2029-2030	2029	0	357,900	86,906,351	87,264,251	87,264,251	87,264,251
14	2030-2031	2030	0	349,000	81,717,843	82,066,843	82,066,843	82,066,843
15	2031-2032	2031	0	340,300	76,944,415	77,284,715	77,284,715	77,284,715
16	2032-2033	2032	0	331,800	72,552,862	72,884,662	72,884,662	72,884,662
17	2033-2034	2033	0	323,500	68,512,633	68,836,133	68,836,133	68,836,133
18	2034-2035	2034	0	315,400	64,795,622	65,111,022	65,111,022	65,111,022
19	2035-2036	2035	0	307,500	61,375,973	61,683,473	61,683,473	61,683,473
20	2036-2037	2036	0	299,800	58,229,895	58,529,695	58,529,695	58,529,695
21	2037-2038	2037	0	292,300	55,335,503	55,627,803	55,627,803	55,627,803
22	2038-2039	2038	0	285,000	52,672,663	52,957,663	52,957,663	52,957,663
23	2039-2040	2039	0	277,900	50,222,850	50,500,750	50,500,750	50,500,750
24	2040-2041	2040	0	271,000	47,969,022	48,240,022	48,240,022	48,240,022
25	2041-2042	2041	0	264,200	45,895,500	46,159,700	46,159,700	46,159,700

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Date: 1/22/2015
Applicant Name: Red Raider Wind, LLC
ISD Name: Smyer ISD

	Construction			Non-Qualifying Jobs		Qualifying Jobs	
	Column A	Column B	Column C	Column D	Column E		
	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs		
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	Tax Year (Actual tax year) YYYY	School Year (YYYY-YYYY)	Year				
	2016	2016-2017	0	150 FTE	40,000	0	
	2017	2017-2018	1	N/A	N/A	4	
	2018	2018-2019	2	N/A	N/A	4	
	2019	2019-2020	3	N/A	N/A	4	
	2020	2020-2021	4	N/A	N/A	4	
	2021	2021-2022	5	N/A	N/A	4	
	2022	2022-2023	6	N/A	N/A	4	
	2023	2023-2024	7	N/A	N/A	4	
	2024	2024-2025	8	N/A	N/A	4	
	2025	2025-2026	9	N/A	N/A	4	
	2026	2026-2027	10	N/A	N/A	4	
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	2027-2041	2027-2042	11 through 25	N/A	N/A	1	
Years Following Value Limitation Period						4	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	
						38,000	

Notes: See TAC 9.1051 for definition of non-qualifying jobs. Only include jobs on the project site in this school district.

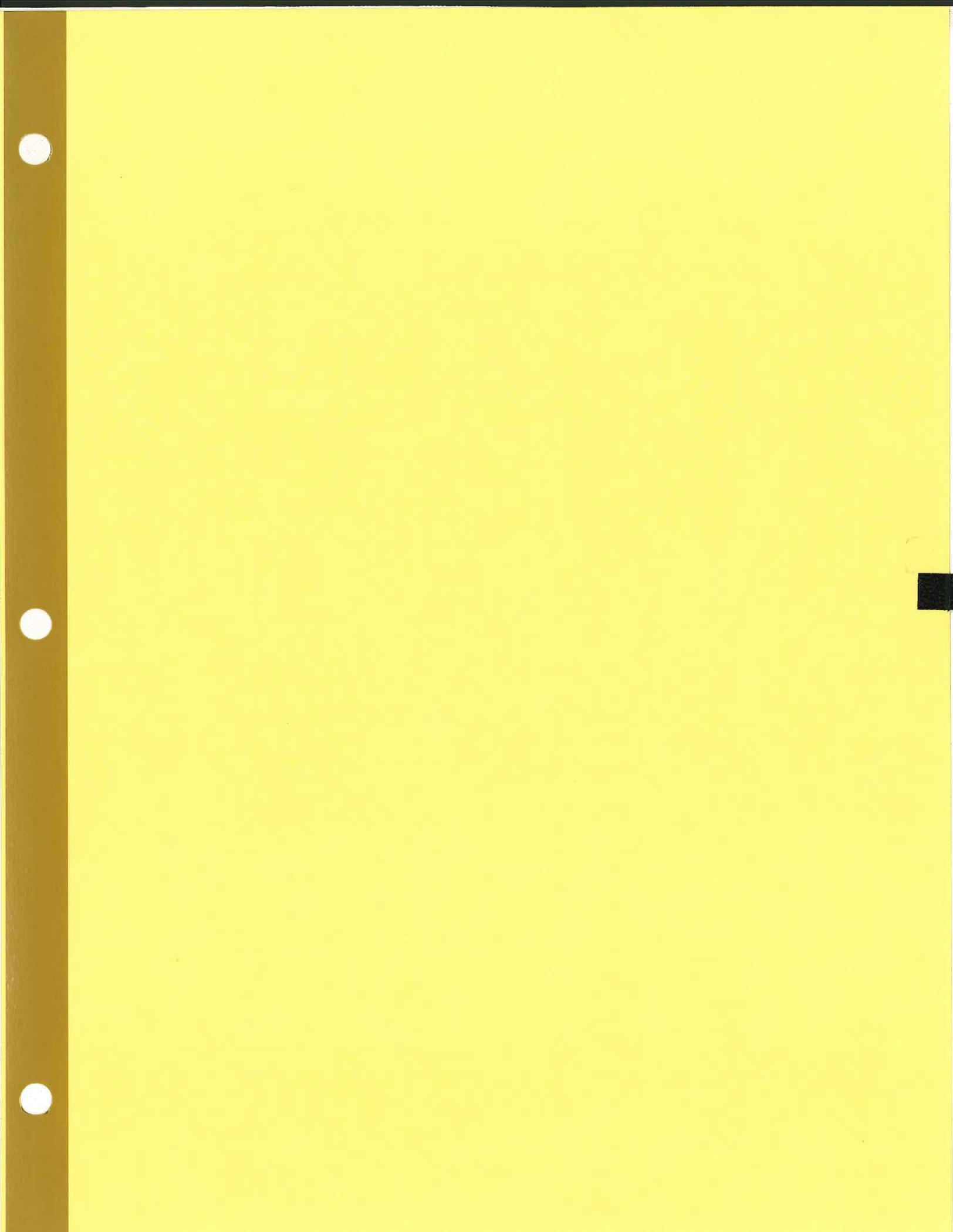
- C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25) Yes No
- C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? Yes No
- C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? Yes No

Schedule D: Other Incentives (Estimated)

State and Local Incentives for which the Applicant intends to apply (Estimated)							
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy	Annual Net Tax Levy
Tax Code Chapter 311	County: N/A City: N/A Other: N/A			N/A		N/A	N/A
Tax Code Chapter 312	County: Hockley County County: Lubbock County Other: UMC Hospital District	2017 2017 2017	10 Years 10 Years 10 Years	Annual Avg. of 633,500 Annual Avg. of 24,800 Annual Avg. of 8,500	see detail below see detail below see detail below	300,000 20,160 6,840	
Local Government Code Chapters 380/381	County: N/A City: N/A Other: N/A			N/A		N/A	N/A
Freeport Exemptions	N/A			N/A		N/A	N/A
Non-Annexation Agreements	N/A			N/A		N/A	N/A
Enterprise Zone/Project	N/A			N/A		N/A	N/A
Economic Development Corporation	N/A			N/A		N/A	N/A
Texas Enterprise Fund	N/A			N/A		N/A	N/A
Employee Recruitment	N/A			N/A		N/A	N/A
Skills Development Fund	N/A			N/A		N/A	N/A
Training Facility Space and Equipment	N/A			N/A		N/A	N/A
Infrastructure Incentives	N/A			N/A		N/A	N/A
Permitting Assistance	N/A			N/A		N/A	N/A
Other:	N/A			N/A		N/A	N/A
Other:	N/A			N/A		N/A	N/A
Other:	N/A			N/A		N/A	N/A
Other:	N/A			N/A		N/A	N/A
TOTAL				666,800			327,000

Additional information on incentives for this project:

- Hockley County Terms:** 100% abatement for 10 years with PILOT payment of \$1,500 per installed MW capacity
- Lubbock County Terms:** 100% abatement for 10 years with PILOT payment of \$1,680 per installed MW capacity (These terms have not been agreed to by either party)
- Hospital Terms:** 100% abatement for 10 years with PILOT payment of \$570 per installed MW capacity (These terms have not been agreed to by either party)



Red Raider Wind, LLC

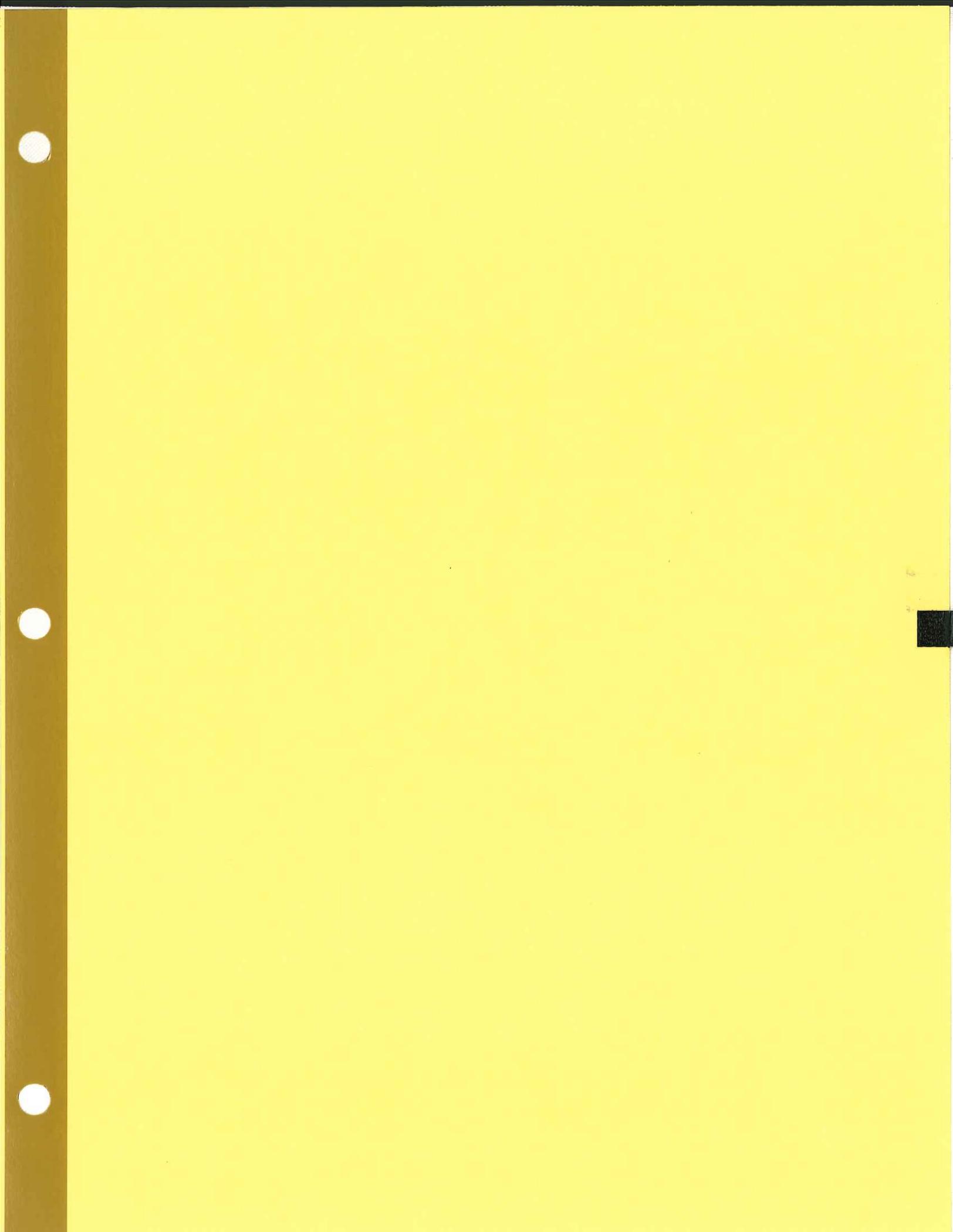
Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 15

Economic Impact Analysis, other payments made in the state or other economic information (if applicable)

None



TAB 16

Description of Reinvestment Zone or Enterprise Zone, including:

- a) Evidence that the area qualifies as a enterprise zone as defined by the Governor's office*
- b) Legal description of reinvestment zone**
- c) Order, resolution, or ordinance established the reinvestment zone**
- d) Guidelines and criteria for creating the zone**

16 a) Not Applicable

16 b) See attached legal description of Hockley County Reinvestment Zone #1

16 b) Will be provided in March 2015 once Hockley County creates Reinvestment Zone #2

16 c) See attached resolution creating Hockley County Reinvestment Zone #1 executed on July 14, 2014

16 c) Will be provided in March 2015 once Hockley County creates Reinvestment Zone #2

16 d) See attached Hockley County Guidelines and Criteria that were adopted on July 14, 2014

16 b) Legal Description of Hockley County Reinvestment Zone #1

Hockley County Wind Reinvestment Zone #1

Abstracts 59, 60, 61, 63, 64, 65, 66, 67, 68, 79, 80, 93, 94, 95, 96, 97, 98, 101, 102, 106, 115, 116, 121, 124, 125 in the R M Thomson Survey

Abstract 244 in the C & M RR CO Survey

Abstract 358 in the T S Fairris Survey

All of the above legal descriptions are in Hockley County, being roughly 4.5 miles East of Shallowater, 4 miles North East of Smyer and situated adjacent to the Hockley/Lubbock County line

16 c) Resolution Creating Hockley County Reinvestment Zone #1

Motion by Commissioner Carter, seconded by Commissioner Clevenger,
4 Votes Yes, 0 Votes No, that Commissioners' Court approve the Resolution Approving Hockley
County Wind Reinvestment Zone #1 for Red Raider Wind, LLC, as per Resolution recorded
below.

RESOLUTION OF THE COMMISSIONERS COURT OF HOCKLEY COUNTY, TEXAS DESIGNATING
HOCKLEY COUNTY WIND REINVESTMENT ZONE #1

**A RESOLUTION DESIGNATING A CERTAIN AREA AS A REINVESTMENT ZONE FOR
A COMMERCIAL/INDUSTRIAL TAX ABATEMENT IN HOCKLEY COUNTY, TEXAS,
ESTABLISHING THE BOUNDARIES THEREOF, AND PROVIDING FOR AN EFFECTIVE
DATE.**

Whereas, the Commissioners Court of Hockley County, Texas, desires to promote the development or redevelopment of a certain contiguous geographic area within its jurisdiction by the creation of a reinvestment zone as authorized by the Property Redevelopment and Tax Abatement Act, as amended (Texas Property Tax Code §312.001, et seq.), and the Guidelines and Criteria of the Commissioners Court of Hockley County for Granting a Tax Abatement in Reinvestment Zone created in Hockley County, Texas (the "Guidelines"); and

Whereas, on July 14, 2014, a hearing before the Commissioners Court of Hockley County, Texas, was held, such date being at least seven (7) days after the date of publication of the notice of such public hearing in the local newspaper of general circulation in Hockley County and the delivery of written notice to the respective presiding officers of each taxing entity that includes within its boundaries real property that is to be included in the proposed reinvestment zone; and

Whereas, the Commissioners Court of Hockley County, Texas, at such public hearing invited any interested person to appear and speak for or against the creation of the reinvestment zone and whether all or part of the territory described should be included in the proposed reinvestment zone; and

Whereas, the proponents of the reinvestment zone offered evidence, both oral and documentary, in favor of all of the foregoing matters relating to the creation of the reinvestment zone and opponents, if any, of the reinvestment zone appeared to contest the creation of the reinvestment zone.

BE IT RESOLVED BY THE COMMISSIONERS COURT OF HOCKLEY COUNTY, TEXAS:

SECTION 1. That the facts and recitations contained in the preamble of this Resolution are hereby found and declared to be true and correct.

SECTION 2. That the Commissioners Court of Hockley County, Texas, after conducting such hearing and having heard such evidence and testimony, has made the following findings and determinations based on the evidence and testimony presented to it:

- a. That the public hearing on adoption of the reinvestment zone has been properly called, held and conducted and that notice of such hearing has been published as

required by law and mailed to the respective presiding officers of the governing bodies and all taxing units overlapping the territory inside the proposed reinvestment zone; and

b. That the boundaries of the reinvestment zone should be the area described in the attached Exhibit "A" and depicted in the map attached hereto as Exhibit "B", which are incorporated herein by reference for all purposes. In the event of discrepancy between the descriptions of Exhibit "A" and map in Exhibit "B", the map shall control; and

c. That the creation of the reinvestment zone will result in benefits to Hockley County, Texas, and to the land included in the zone and that the improvements sought are feasible and practical; and

d. The reinvestment zone meets the criteria set forth in Texas Property Tax Code Chapter 312 for the creation of a reinvestment zone as set forth in the Property Redevelopment and Tax Abatement Act, as amended, and the Guidelines, in that it is reasonably likely as a result of the designation to contribute to the retention of expansion of primary employment or to attract investment in the zone that would be a benefit to the property and that would contribute to the economic development of Hockley County, Texas, and that the entire tract of land is located entirely within an unincorporated area of Hockley County, Texas.

SECTION 3. That pursuant to the Property Redevelopment and Tax Abatement Act, as amended, and the Guidelines, Hockley County Commissioners Court hereby creates Hockley County Wind Reinvestment Zone #1, a reinvestment zone for commercial-industrial tax abatement encompassing only the area described in Exhibit "A" and depicted in Exhibit "B", and such reinvestment zone is hereby designated and shall hereafter be referred to a Hockley County Wind Reinvestment Zone #1.

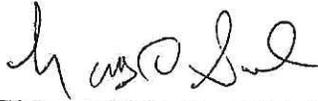
SECTION 4. That Hockley County Wind Reinvestment Zone #1 shall take effect on July 14, 2014, and shall remain designated as a commercial-industrial reinvestment zone for renewable and wind generated power generation for a period of five (5) years from such date of designation, and may be renewed for an additional five (5) year period thereafter.

SECTION 5. That if any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

SECTION 6. That it is hereby found, determined and declared that a sufficient notice of the date, hour, place and subject of the meeting of the Hockley County Commissioners Court at which this Resolution was adopted was posted at a place conveniently and readily accessible at all times as required by the Texas Open Government Act, Texas Government Code, Chapter 551, as amended, and that a public hearing was held prior to the designation of such

reinvestment zone and that proper notice of the hearing was published in the official newspaper of general circulation within the County, and furthermore, such notice was in fact delivered to the presiding officers of any affected taxing entity as prescribed by the Property Redevelopment and Tax Abatement Act.

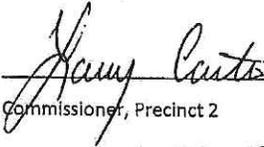
PASSED, APPROVED AND ADOPTED on this the 14th day of July, 2014.



County Judge



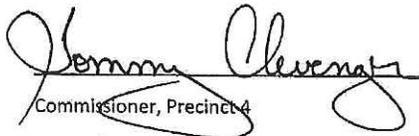
Commissioner, Precinct 1



Commissioner, Precinct 2



Commissioner, Precinct 3

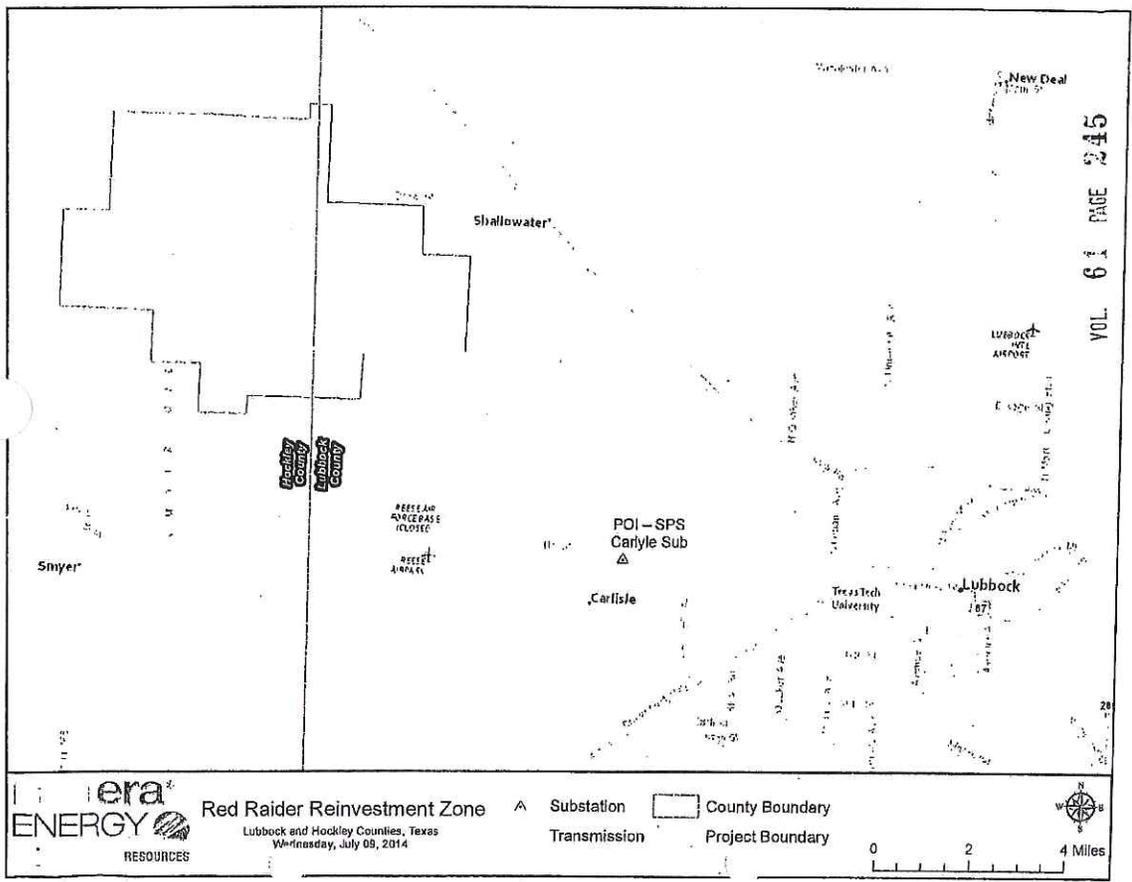


Commissioner, Precinct 4



County Clerk

(County Seal)



Snyder

Shallowater

Hockley County
Lubbock County

REEFLEX
APC/EPAGE
CLOSURE
REEFLEX
AIRPORT

POI-SPS
Carlisle Sub
▲

Carlisle

Texas Tech
University

Lubbock

New Deal
Airport

Lubbock
Airport

16 d) Hockley County Guidelines and Criteria

GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENT
FOR COMMERCIAL AND INDUSTRIAL / MANUFACTURING PROJECTS IN DESIGNATED
REINVESTMENT OR ENTERPRISE ZONES
IN HOCKLEY COUNTY, TEXAS

SECTION 1. General Purpose

The Affected Jurisdictions located wholly within or partially within the County of Hockley, Texas, and to an ongoing improvement in the quality of life for the citizens residing within the Affected Jurisdictions. The Affected Jurisdictions recognize that these objectives are generally served by enhancement and expansion of the local economy. The Affected Jurisdictions will, on a case-by-case basis, give consideration to providing tax abatement within designated Tax Increment Reinvestment Zones, Reinvestment Zones, and Enterprise Zones as authorized by V.T.C.A., Tax Code, Chapters 311 and 312, and V.T.C.A., Government Code Chapter 2303, as stimulation for economic development within the designated Zones in the Affected Jurisdictions, it is the policy of the Affected Jurisdictions that said consideration will be provided in accordance, with the guidelines and criteria herein set forth in conformity with the Tax Code.

Nothing contained herein shall imply, suggest or be understood to mean that the Affected Jurisdictions are under any obligation to provide tax abatement to any specific applicant (V.T.C.A. Tax Code, Section 312.002(d)). With the above rights reserved, all applicants for tax abatement will be considered on a case-by-case basis.

SECTION 11. Definitions:

As used within these guidelines and criteria, the following words or phrases shall have the following meaning:

1. **Abatement of Taxes:** To exempt from ad valorem taxation all or part of the value of certain Improvements placed on land located in a designated Reinvestment Zone for commercial development for a period of time not to exceed five (5) years. To exempt from ad valorem taxation all or part of the value of certain improvements placed on and located in a designated Enterprise Zone for industrial/manufacturing development purposes for a period of time not to exceed ten (10) years.
2. **Affected Jurisdiction:** The County of Hockley, and other participating jurisdictions as provided by Section 312 of Tax Code.
3. **Abatement Agreement:** A contract between a property owner and the Affected Jurisdictions for the abatement of taxes on qualified property located within a designated Reinvestment or Enterprise Zone as authorized by V.T.C.A., Tax Code, Section 312.204(a)
4. **Base Year Value:** The assessed value of property eligible for tax abatement as of January 1 preceding the execution of an Abatement Agreement as herein defined.
5. **Creation of New Value:** Abatement may only be granted for the additional value of eligible property improvements made subsequent to and specified in an abatement agreement between the Affected Jurisdictions and the property owner or lessee and lessor, subject to such limitations that the Guidelines and Criteria may require.
6. **Distribution Center Facility:** A building or structure including Tangible Personal Property used or to be used primarily to receive, store, service or distribute goods or materials.
7. **Enterprise Zone:** A Zone designated under Chapter 2303, Government Code.
8. **Expansion of Existing Facilities or Structures:** The addition of buildings, structures machinery or equipment to a Facility.

9. **Existing Facility or Structure:** A Facility as of the date of execution of the Tax Abatement Agreement, located in or on Real Property eligible for tax abatement.
10. **Facility:** The improvements made to Real Property eligible for tax abatement and including the building or structure erected on such Real Property and/or any Tangible Personal Property to be located in or on such property.
11. **Improvements to Real Property or Improvements:** Shall mean the construction, addition to, structural upgrading of, replacement of, or completion of any facility located upon, or to be located upon, Real Property, as herein defined, or any Tangible Personal Property placed in or on said Real Property.
12. **Manufacturing Facility:** A Facility which is or will be used for the primary purpose of the production of goods or materials or the processing or change of goods or materials to a finished product.
13. **Modernization/Renovation of Existing Facilities:** The replacement or upgrading of existing facilities; not including normal repairs such as new roof unless a part of a large scale renovation.
14. **New Facility:** The construction of a Facility that has not previously existed within the affected Jurisdiction and will be a totally new business operation, on previously undeveloped real property eligible for tax abatement.
15. **New Permanent Job:** A new employment position created by a business that has provided employment to an employee of at least 1,820 hours annually and intended to be an employment position that exists during the life of the abatement or Full Time Equivalents.
16. **Other Basic Industry:** A Facility other than a distribution center facility, a research facility, a regional service facility or a manufacturing facility which produces goods or services or which created new or expanded job opportunities and services.
17. **Owner:** The record title owner of Real Property or the legal owner of Tangible Personal Property. In the case of land from an Affected Jurisdiction or buildings leased from a private party or tax exempt property, the lessee shall be deemed the owner of such leased property together with all improvements and Tangible Personal Property located thereon.
18. **Productive Life:** the number of years a Facility is expected to be in service.
19. **Real Property:** Land on which Improvements are to be made or fixtures placed.
20. **Regional Services Facility:** A Facility, the primary purpose of which is to service or repair goods or materials and which creates Job opportunities within the Affected Jurisdictions.
21. **Reinvestment Zone:** Real Property designated as Reinvestment Zone under the provisions of V.T.C.A., Tax code, Sections 311.005 or 312.202.
22. **Research Facility:** A Facility used or to be used primarily for research or experimentation to improve or develop new goods and/or services to improve or develop the production process for such goods and/or services.
23. **Tangible Personal Property:** Any Personal Property, not otherwise defined herein and which is necessary for the proper operation of any type of Facility.

Section III. Intent of Criteria and Guidelines:

The Intent of the criteria and guidelines, as herein set forth, is to establish the minimum standards which an applicant for tax abatement must meet in order to be considered for such status by the Affected Jurisdictions.

Section IV Criteria and Guidelines for Tax Abatement:

Commercial Tax Abatement

Any type of Facility will be eligible for tax abatement consideration provided such Facility meets the following guidelines and criteria:

1. A business must clearly add to the Hockley County economic base. Compliance with this criterion must show that additional jobs are being provided and the jobs being proposed will not simply displace other similar jobs in the community.
2. Creation of new value: Abatement may only be granted for additional value resulting from any of the following:
 - a) Modernization/renovation of existing facilities of any type as herein defined;
 - b) Construction of a new facility of any type as herein defined;
 - c) Expansion of existing facilities of any type as herein defined.
3. New or existing facilities, of any type herein defined, located in a reinvestment zone or upon Real Property eligible for such status will be eligible for consideration for tax abatement status provided all other criteria or guidelines are satisfied.
4. Improvements to Real Property are eligible for tax abatement status.
5. The following types of property shall be ineligible for tax abatement status and shall be fully taxed:
 - a) Real Property (land);
 - b) Inventories or supplies;
 - c) Tools;
 - d) Furnishings and other forms of movable personal property;
 - e) Vehicles;
 - f) Aircraft;
 - g) Housing
 - h) Boats
 - i) Property owned by the State of Texas or any state agency; and,
 - j) Property owned or leased by a member of the affected Jurisdiction that did not have an active tax abatement in place before they became a member of the governing body or commission.
6. In order for a Facility to qualify for abatement, the following conditions must apply:
 - a. The owner or leaseholder of real property must make eligible improvements to the real property; and,
 - b. In the case of lessees, the leaseholder must have a lease commitment of at least five (5) years.
 - c. Property must be properly zoned for the use stated by the owner in the application.
7. The amount and term of abatement shall be determined on a case-by-case basis; however in no event shall taxes be abated for a term in excess of five (5) years unless the investment exceeds \$50,000,000. The amount of the taxable value of improvements to be abated and the term of the abatement shall be determined by the Affected Jurisdiction in all cases. The authority of all other taxing units shall be as set forth in V.T.C.A., Tax Code, Section 312.206.
8. No commercial property shall be eligible for tax abatement under these guidelines and criteria unless such property is located in designated Reinvestment Zone in accordance with V.T.C.A., Tax Code Section 311 or 312 and the tax abatement application is filed with the taxing jurisdiction before construction begins.

9. The minimum economic qualification for commercial tax abatement shall be as follows:

- a) \$100,000 Investment in items eligible for tax abatement

Industrial/Manufacturing Tax Abatement

Any type of Facility will be eligible for tax abatement consideration provided such Facility meets the following guidelines and criteria:

1. To qualify for Tax Abatement, the company must meet **both** of the following criteria:
 - a. The modernization or expansion of an existing facility of any type as herein defined or construction of a new facility of any type as herein defined.
 - b. Producer, manufacturer or distributor of goods and services.
2. In addition to the aforementioned, the taxing jurisdiction will consider abatement only if the company has the potential of generating additional significant economic development opportunities to Hockley County and the affected jurisdictions.
3. The company must meet one of the following criteria:
 - a) The project will add at least \$1,500,000 in real estate assessed valuation or \$2,000,000 of personal property assessed valuation or 10 new permanent jobs if the facility is a **new company to Hockley County**.
 - b) The project will add at least \$1,500,000 in real estate assessed valuation, or \$2,000,000 in personal property assessed valuation, or 10 new permanent jobs if the facility is a modernization or expansion of an **existing company** that has operated in Hockley County for five or more years.
4. New or existing facilities, of any type herein defined, located in an enterprise zone or reinvestment zone or upon Real Property eligible for such status will be eligible for consideration for tax abatement status provided that all other criteria and guidelines are satisfied.
5. Improvements to Real Property are eligible for tax abatement status.
6. The following types of Property shall be ineligible for tax abatement status and shall be fully taxed.
 - a) Real Property;
 - b) Inventories or supplies;
 - c) Tools;
 - d) Furnishings and other forms of moveable personal property;
 - e) Vehicles;
 - f) Aircraft;
 - g) Housing;
 - h) Boats;
 - i) Property owned by the State of Texas or any State agency; and,
 - j) Property owned or leased by a member of the affected Jurisdiction that did not have an active tax abatement in place before they became a member of the governing body or commission.
7. In order for a Facility to qualify for abatement, the following conditions must apply:
 - a) The owner or lessor of real property must make eligible improvements to the real property; and,

- b) In the case of lessees, the leaseholder must have a lease commitment of at least twice the term of the abatement term granted. For example, a property abated for five years must have a lease commitment of ten years.
- 8. In reinvestment zones, the amount and term of abatement shall be determined on a case-by-case basis; however, in no event shall taxes be abated for term in excess of ten (10) years. The amount of the taxable value of Improvements to be abated and the term of the abatement shall be determined by the County in all cases where the property for which tax abatement is applied for is outside of the City limits of a municipality, but within the county of Hockley, except that a reinvestment zone that is an enterprise zone is designated of the same period as provided by Chapter 2303, Government Code. The authority of all other taxing units shall be as set forth in V.T.C.A., Tax code, Section 312.206.
- 9. In enterprise zones, the governing body of each taxing jurisdiction may execute a written agreement with the owner of the property. The agreement may, but is not required to, contain terms that are identical to those contained in the agreement with the municipality, county or both, whichever applies, and the only terms for the agreement that may vary are the portion of the property that is to be exempt from taxation under the agreement and the duration of the agreement.

Elements Applicable to Both Commercial and Industrial and Manufacturing Tax Abatement

- 10. Notwithstanding any of the requirements set forth above, the governing body of an Affected Jurisdiction upon the affirmative vote of three-fourths (3/4) of its members may vary any of the above requirements when variation is demonstrated by the applicant for Tax Abatement that variation is in the best interest of the Affected Jurisdiction to do so, and will enhance the economic development of the Affected Jurisdiction. By way of example only, and not by limitation, the governing body of an Affected Jurisdiction may consider the following or similar terms in determining whether a variance shall be granted:
 - a) That the increase in productivity of the Facility will be substantial and hence directly benefit the economy.
 - b) That the increase of goods or services produced by the Facility will be substantial, and directly benefit the economy.
 - c) That the employment maintained at the Facility will be increased.
 - d) That the waiver of the requirement will contribute, and provide for the retention of existing jobs within the Affected Jurisdiction.
 - e) That the applicant for tax abatement has demonstrated that if tax abatement is granted to his Facility, even though his Facility will not employ additional personnel that, nevertheless, due to the existence of said Facility, new jobs will be created as a direct result of this Facility and other facilities located within the Affected Jurisdiction.
 - f) Any other evidence tending to show a direct economic benefit to the Affected Jurisdiction.
- 11. Taxability:
 - a) The portion of the value of Improvements to be abated shall be abated in accordance with the terms and provisions of a Tax Abatement Agreement executed between the Affected Jurisdiction and the owner of the Real Property and /or Tangible Personal Property, (which agreement shall be) in accord with the provisions of V.T.C.A., Tax code, Section 312.205.

- b) All ineligible property, if otherwise taxable as herein described, shall be fully taxed.
- 12. The governing body of each Affected Jurisdiction shall have total discretion as to whether tax abatement is to be granted. Such discretion as herein retained shall be exercised on a case-by-case basis. The adoption of these guidelines and criteria by the governing body of an affected Jurisdiction does not.
- 13. The burden to demonstrate that an application for tax abatement should be granted shall be upon the applicant. Each Affected Jurisdiction to which the application has been directed shall have full authority to request any additional information from the applicant that the governing body of such Affected Jurisdiction deems necessary to assist it in considering such application.

SECTION V. Criteria and Guidelines for Creation of Reinvestment Zone

- 1. No Property shall be eligible for tax abatement unless such property is located in a reinvestment zone designated as such in accordance with V.T.C.A., Tax Code, Section 311.003 or Section 312.202.
- 2. The governing body of a county, as required by V.T.C.A., Tax code, Section 312.401, shall hold a public hearing on the designation of an area within its jurisdiction as a reinvestment zone. The burden shall be on the owner of the property sought to be included in the zone or applicant for the creation for the reinvestment zone.
- 3. The designation of a reinvestment zone expires five years after the date of the designation and may be renewed for periods not to exceed five years, except that a reinvestment zone that is a state enterprise zone is designated for the same period as a state enterprise zone as provided by Chapter 2303m Government Code. The expiration of the designation does not affect an existing tax abatement agreement made in accordance with V.T.C.A., Tax Code, Section 312.201 through Section 312.209.
- 4. Designation of an area as an enterprise zone under the Texas Enterprise Zone Act, Chapter 2303, Subchapter C, Texas Government Code, constitutes designation of the area as a reinvestment zone under Subchapter B of the Property Redevelopment and Tax Abatement Act without further hearing or other procedural requirements other than those provided by the Texas Enterprise Zone Act, Chapter 2303, Subchapter C, Texas Government Code.

Section VI. Tax Abatement Agreement:

- 1. The Tax Abatement Agreement may be executed between the owner and the county. A Tax Abatement Agreement shall:
 - a) Establish and set forth the Base Year assessed value of the property for which tax abatement is sought.
 - b) Provide that the taxes paid on the Base Year assessed value shall not be abated as a result of the execution of said Tax Abatement Agreement.
 - c) Provide that ineligible property as described above shall be fully taxed.
 - d) Provide for the exemption of improvements in each year covered by the agreement, only to the extent the value of such improvements for each such year exceeds the value for the year in which the agreement is executed.

- e) Fully describe and list the kind, number and location of all the improvements to be made in or on the Real Property.
- f) Set forth the estimated value of all improvements to be made in or on the Real Property.
- g) Clearly provide that tax abatement shall be granted only to the extent;
 - 1) The improvements to Real Property increase the value of the Real Property for the year in which the Tax Abatement Agreement is executed; and,
 - 2) That the Tangible Personal Property improvements to Real Property were not located on the Real Property prior to the execution of the Tax Abatement Agreement.
- h) Provide for the portion of the value of the improvements to Real Property or improvements to be abated. This determination is to be made consistent with the provisions of these guidelines and criteria as hereinabove set forth.
- i) Provide for the commencement date and the termination date. In no event shall said dates for Commercial Tax Abatement exceed a period of five (5) years and in no event shall said dates for Industrial/Manufacturing Tax Abatement exceed a period of ten (10) years.
- j) Describe the type and proposed use of the improvements to Real Property or Improvements including:
 - 1) The type of facility.
 - 2) Whether the improvements are for a new facility or renovation of a facility.
 - 3) The nature of the construction, proposed timetable of completion, a map or drawings of the improvements above mentioned.
 - 4) The amount of investment and the commitment for the creation of new jobs.
 - 5) A list containing the kind, number and location of all proposed Improvements.
 - 6) Any other information required by the Affected Jurisdiction.
- k) Provide a legal description of the Real Property upon which improvements are to be made.
- l) Provide access to and authorize inspection of the Real Property or improvements by employees of the Affected Jurisdiction, who have executed a Tax Abatement Agreement with owner to insure Improvements are made according to the specifications and conditions of the Tax Abatement Agreement.
- m) Provide for the limitation of the uses of the Real Property or improvements consistent with the general purpose of encouraging development of redevelopment of the zone during the period covered by the Tax Abatement Agreement.
- n) Provide for contractual obligations in the event of default by owner, violation of the terms or conditions by owner, recapturing property tax revenue in the event the owner defaults or otherwise fails to make improvements as provided in said Tax Abatement Agreement, and any other provision as may be required or authorized by State law.

- o) Contain each term agreed to by the owner of the property.
 - p) Require the owner of the property to certify annually to the governing body of each taxing unit that the owner is in compliance with each applicable term of the agreement; and
 - q) Provide that the governing body of the municipality may cancel or modify the agreement if the property owner fails to comply with the agreement.
- 2) Not later than the seventh day before the Hockley County Commissioners Court (as required by V.T.C.A., Tax Code, Section 312.2041 or Section 312.402) enters into an agreement for tax abatement under V.T.C.A., Tax Code, Section 312.2041, the governing body or a designated officer or employee thereof shall deliver to the presiding officer of the governing body of each of the taxing units in which the property to subject to the agreement is located, a written notice that the County intends to enter into the agreement. The notice must include a copy of the proposed Tax Abatement Agreement.
- 3) A notice, as above described in Subparagraph 2, is presumed delivered when placed in the mail, postage paid and properly addressed to the appropriate presiding officer. A notice properly addressed and sent by registered or certified mail for which a return receipt is received by the sender is considered to have been delivered to the addressee.
- 4) Failure to deliver the notice does not affect the validity of the agreement.

Section VII. Application:

- 1) Any present owner of taxable commercial or industrial property located within a designated Reinvestment Zone or Enterprise Zone of Hockley County may apply for tax abatement by filing an application with Hockley County.
- 2) The application shall include:
 - a) A general description of the improvements to be undertaken.
 - b) A descriptive list of the improvements for which tax abatement is requested.
 - c) A list of the kind, number and location of all proposed improvements of the Real Property Facility or Existing Facility.
 - d) A map indicating the approximate location of improvements on the Real Property Facility or Existing Facility together with the location of any or all Existing Facilities located on the Real Property or Facility
 - e) A list of any and all Tangible Personal Property presently existing on the Real Property or located in an existing facility.
 - f) A legal description of property.
 - g) Address of property.
 - h) A proposed time schedule for undertaking and completing the proposed improvements.
 - i) A general description stating whether the proposed improvements are in connection with:
 - 1) The renovation of a facility; or,
 - 2) Construction of a new facility.
 - j) A statement of the estimated additional value to the Real Property or Facility as a result of the proposed improvements.
 - k) A statement of the assessed value of the Real Property, Facility or Existing Facility for the Base Year.

- l) Information concerning the number of new jobs that will be created or information concerning the number of existing jobs to be retained as a result of the improvements undertaken.
- m) Any other information which the City of Levelland deems appropriate for evaluating the financial capacity of the applicant and compatibility of the proposed improvements with these guidelines and criteria.
- n) Information that is provided to an Affected Jurisdiction in connection with the application or request for tax abatement, and which describes the specific processes or business activity to be conducted or the equipment or other property to be located on the property for which tax abatement is sought is confidential and not subject to public disclosure until the Tax Abatement Agreement is executed. Information in the custody of an Affected Jurisdiction after the agreement is executed is not confidential. (V.T.C.A., Tax Code, Section 312.003).
- o) Hockley County shall determine if the property described in said application is within a designated Enterprise Zone or Reinvestment Zone. If the County determines that the property described is not within a current Enterprise Zone, then they shall so notify the applicant and said application shall then be returned to the applicant.

Section VII. Recapture

- 1) In the event that any type of facility is completed and begins producing goods or services, but subsequently discontinues producing goods or services for any reason excepting fire, explosion or other casualty or accident or natural disaster or other event beyond the reasonable control of applicant or owner for a period of 180 days during the term of a tax abatement agreement, then in such event the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each affected Jurisdiction within sixty (60) days of the date of termination. The burden shall be upon the applicant or owner to prove to the satisfaction of the Affected Jurisdiction to whom the application for tax abatement was directed that the discontinuance of producing goods or services was as a result of fire, explosion, or other casualty or accident or natural disaster or other event beyond the control of the applicant or owner. In the event the applicant or owner meets this burden, and the Affected Jurisdiction is satisfied that the discontinuance of the production of goods or services was the result of events beyond the control of the applicant or owner, then such applicant or owner shall have a period of one year in which to resume the production of goods and services. In the event the the applicant or owner fails to resume the production of goods or services within one year, then the Tax Abatement Agreement shall terminate and the Abatement of all taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within Sixty (60) days of the date of termination. The one year time period, hereinabove mentioned, shall commence upon written notification from the Affected Jurisdiction to the applicant or owner.
- 2) In the event that the applicant, owner or lessee has entered into a tax abatement agreement to make improvements to a facility of any type described in Section 1 above, but fails to undertake or complete such improvements or fails to create all or a portion of the number of new jobs provided by the Tax Abatement Agreement; then in such event the Affected Jurisdiction to whom the application for tax abatement was directed shall give the applicant or owner (60) days notice of such failure. The applicant or owner shall demonstrate to the satisfaction of the Affected Jurisdiction, above mentioned, that the applicant or owner has commenced to cure such failure within the sixty (60) days above mentioned. In the event that the applicant or owner fails to

demonstrate that he is taking affirmative action to cure his failure, then in such event the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction within sixty (60) days of the date of termination.

- 3) In the event that the Affected Jurisdiction to whom application for tax abatement was directed determines that the applicant or owner is in default of any of the terms or conditions contained in the Tax Abatement Agreement, then in such event the Affected Jurisdiction shall give the applicant or owner sixty (60) days written notice to cure such default. In the event such default is not cured to the satisfaction of the Affected Jurisdiction within the sixty (60) days notice period, then the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within sixty days of the date of termination.
- 4) In the event that the applicant or owner allows ad valorem taxes on property ineligible for tax abatement owed to any Affected Jurisdiction, to become delinquent and fails to timely and properly follow the legal procedures for their protest or contest, then in such event the Tax Abatement Agreement shall terminate and all abatement of taxes shall likewise terminate. Taxes abated during the calendar year in which termination under this subparagraph, takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within sixty (60) days of the date of termination.
- 5) In the event that the applicant or owner, who has executed a tax abatement agreement with any Affected Jurisdiction, relocates the business, for which tax abatement has been granted, to a location outside of the designated reinvestment zone, then in such event, the Tax Abatement Agreement shall terminate after sixty (60) days written notice by the Affected Jurisdiction to the Owner Applicant. Taxes abated during the calendar year in which termination, under this subparagraph takes place shall be payable to each Affected Jurisdiction by no later than January 31st of the following year. Taxes abated in years prior to the year of termination shall be payable to each Affected Jurisdiction within sixty (60) days of the date of termination.
- 6) The date of termination as that term is used in this Subsection VIII shall, in every instance, be the 60th day after the day the Affected Jurisdiction sends notice of default in the mail to the address shown in the Tax Abatement Agreement to the Applicant or owner. Should the default be cured by the Owner or Applicant within the sixty (60) day notice period, the Owner Applicant shall be responsible for so advising the Affected Jurisdiction and obtaining a release from the notice of default from the Affected Jurisdiction, failing in which, the abatement remains terminated and the abated taxes must be paid.
- 7) In every case of termination set forth in Subparagraphs 1, 2, 3, 4, and 5 above, the Affected Jurisdiction to which the application for tax abatement was directed shall determine whether default has occurred by Owner (Applicant) in the terms and conditions of the Tax Abatement Agreement and shall so notify all other Affected Jurisdictions.

- 8) In the event that a tax abatement agreement is terminated for any reason whatsoever, and taxes are not paid within the time period herein specifies, then in such event, the provisions of V.T.C.A., Tax Code, Section 33.01 will apply.

SECTION IX. Miscellaneous:

- 1) Any notice required to be given by these criteria or guidelines shall be given in the following manner:
 - a) To the Owner or Applicant: written notice shall be sent to the address appearing on the Tax Abatement Agreement.
 - b) To an Affected Jurisdiction: written notice shall be sent to the address appearing on the Tax Abatement Agreement.
- 2) The Chief Appraiser of the Hockley County Appraisal District shall annually assess the Real and Personal Property of the owner/lessor in the reinvestment zone or enterprise zone. Each year, the Applicant or Owner receiving tax abatement shall furnish the chief Appraiser with such information as may be necessary for the abatement. Once value has been established, the Chief Appraiser shall notify the Affected Jurisdictions which levy taxes on the amount of assessment.
- 3) Upon the completion of improvements made to the Facility a designated employee or employees of any affected Jurisdiction having executed a tax abatement agreement with Applicant or Owner shall have access to the Facility to ensure compliance with the Tax Abatement Agreement.
- 4) A Tax Abatement Agreement may be assigned to a new owner, but only after written consent has been obtained from all Affected Jurisdictions which have executed such an agreement with the applicant or Owner.
- 5) These guidelines and criteria are effective upon the date of their adoption by an Affected Jurisdiction and shall remain in force for two years. At the end of the two year period, these guidelines and criteria may be re-adopted, modified, amended or re-written as the conditions may warrant.
- 6) Each Affected Jurisdiction shall determine whether or not said Affected Jurisdiction elects to become eligible to participate in tax abatement. In the event the Affected Jurisdiction elects by resolution to become eligible to participate in tax abatement, then such Affected Jurisdiction shall adopt these guidelines and criteria by separate resolution forwarding a copy of both resolutions to all other Affected Jurisdictions.
- 7) In the event of a conflict between these guidelines and criteria and V.T.C.A., Tax Code, Chapter 311 or 312, then in such event the Tax Code shall prevail, and these guidelines and criteria interpreted accordingly.
- 8) The guidelines and criteria, once adopted by an Affected Jurisdiction, may be amended or repealed by a vote of three-fourths of the members of the governing body of an Affected Jurisdiction during the two-year term in which these guidelines and criteria are effective.

RESOLUTION _____

RESOLUTION OF THE HOCKLEY COUNTY COMMISSIONERS COURT ADOPTING A POLICY OF GUIDELINES AND CRITERIA FOR TAX ABATEMENTS IN ACCORDANCE WITH THE PROPERTY REDEVELOPMENT AND TAX ABATEMENT ACT.

WHEREAS, the County of Hockley, Texas, is committed to economic development of the community and the enhancement and expansion of the local economy, including but not limited to the creation of new and expanded employment opportunities and the continued revitalization of the community; and

WHEREAS, the County Commissioners Court has determined that the participation by Hockley County in a program of tax abatement as authorized by the Property Redevelopment and Tax Abatement Act, and in accordance with the attached Guidelines and Criteria for Tax Abatement, is a method by which its goals may be achieved; and,

WHEREAS, the Property Redevelopment and Tax Abatement Act requires that Tax Abatement Guidelines and Criteria be readopted every two years; and,

WHEREAS, the County last readopted the Tax Abatement Program guidelines in 2009; and,

WHEREAS, it is again time to reconsider the Tax Abatement Program Guidelines;

NOW THEREFORE: BE IT RESOLVED BY THE HOCKLEY COUNTY COMMISSIONERS COURT;

THAT the County of Hockley hereby adopts the attached GUIDELINES AND CRITERIA GOVERNING TAX ABATEMENT.

Passed and Approved this 14th day of July, 2014



Red Raider Wind, LLC

Chapter 313 Application to Smyer ISD

Cummings Westlake, LLC

TAB 17

Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative (applicant)

See Attached

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here Dane Kerns
Print Name (Authorized School District Representative)

Superintendent

Title

sign here [Signature]
Signature (Authorized School District Representative)

Date 1/29/15

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

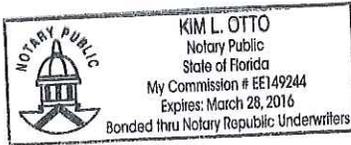
print here John DiDonato
Print Name (Authorized Company Representative (Applicant))

Vice President, Development

Title

sign here [Signature]
Signature (Authorized Company Representative (Applicant))

Date January 23, 2015



(Notary Seal)

GIVEN under my hand and seal of office this, the 23rd day of January, 2015

[Signature]
Notary Public in and for the State of Texas - Florida

My Commission expires: 3-28-2015

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.